

960007235

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
400 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL IN
401 OCEAN DR
SUITE B12
MIAMI BEACH FL 33139-0000
CONTACT: JOHNNY C RODRIGUEZ
PHONE: (305) 672-0000
FAX: (305) 672-0110

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: NORD INTERNATIONAL INC.
FAX AUDIT NUMBER: H96000002653
DATE REQUESTED: 02/23/1996
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TIME REQUESTED: 14:24:29
CERTIFICATE OF STATUS: 1
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 073171003004

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EFFECTIVE DATE 2-23-96

Handwritten signature and date 2/26

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TALLAHASSEE, FLORIDA

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**Articles of Incorporation
of
NORD International Inc.**

Article I. Name

The name of this Florida corporation is:
NORD International Inc.

EFFECTIVE DATE
2-23-96

Article II. Address

The mailing address of the Corporation is:

NORD International Inc.
8343 Lake Drive, Suite 102
Miami FL 33166

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TALLAHASSEE, FLORIDA

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Julio Gonzalo
Simon Quintana
Raniero D'Angella

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective February 23, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on February 23, 1996

Corporate Creations International Inc.

By: Johnny C. Rodriguez
Johnny C. Rodriguez Vice President

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

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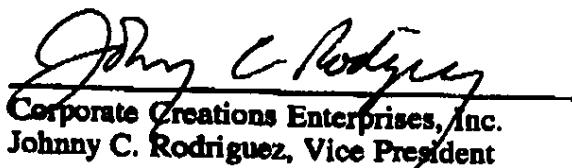
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:
NORD International Inc.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Corporate Creations Enterprises, Inc.
Johnny C. Rodriguez, Vice President

Date: February 23, 1996

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Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6829
(305) 672-0686

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2/25/97

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PUBLIC ACCESS SYSTEM
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20:00

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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004
CONTACT: JOHNNY C RODRIGUEZ
PHONE: (305)672-0686 FAX #: (305)672-9110

NAME: NORD INTERNATIONAL INC.
AUDIT NUMBER.....H97000003297
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0 PAGES..... 2
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TALLAHASSEE, FLORIDA

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Linder

February 26, 1997

NORD INTERNATIONAL INC.
8343 LAKE DRIVE
SUITE 102
MIAMI, FL 33166

SUBJECT: NORD INTERNATIONAL INC.
REF: P96000017235

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H97000003297
Letter Number: 097A00010034

Articles of Amendment

Article I. Name

The name of this Florida corporation is NORD International Inc. (the "Corporation").

Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the text of Article II is deleted in its entirety and replaced with the following:

The mailing address of the Corporation is:

NORD International Inc.
9709 NW 41st Street
Suite 104
Miami, FL 33178

The Articles of Incorporation of the Corporation are further amended so that the text of Article V is deleted in its entirety and replaced with the following:

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each member of the Corporation's Board of Directors is:

Julio Gonzalo

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on February 25, 1997.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139
(305) 672-0686

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the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

An authorized representative of the Corporation executed these Articles of Amendment on February 25, 1997.

NORD International Inc.

By: 
Julio Gonzalo, President