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MARCELO BUCHBINDER
1348 WASHINGTON AVENUE
MIAMI BEACH, FLA 33139

January 30, 1996

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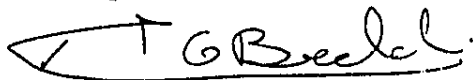
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee , Fla 32314

Dear Sirs :

Enclosed find one original and a copy of the Articles of Incorporation of ZEUS TRADING CORP. Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50 which includes the statutory filing fee.

Your assistance in establishing the professional corporation to be known as ZEUS TRADING CORP. is appreciated.

Respectfully,



Marcelo Buchbinder
Registered Agent

FILED
96 FEB -5 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SAB
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WAB-2915
502



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 8, 1996

MARCELO BUCHBINDER
1348 WASHINGTON AVE.
MIAMI BEACH, FL 33139

SUBJECT: ZEUS TRADING CORP.
Ref. Number: W96000002915

We have received your document for ZEUS TRADING CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6926.

Sheldon Bream
Document Specialist

Letter Number: 796A00005562

ARTICLES OF INCORPORATION
OF
BALEARIC TRADING CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is BALEARIC TRADING CORP.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this Corporation is 1348 Washington Ave, Miami Beach, Fla 33139.

ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial registered agent for this corporation is Marcelo Buchbinder at 1348 Washington Ave, Miami Beach, Fla, 33139.

ARTICLE VIII - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of this Corporation is:

1348 Washington Avenue
Miami Beach, Fla 33139

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time , in accordance with the by-laws of the corporation , but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Marcelo Buchbinder	1348 Washington Avenue Miami Beach, Fla 33139
Maria E. Buchbinder	1348 Washington Avenue Miami Beach, Fla 33139

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is :

Marcelo Buchbinder
1348 Washington Avenue
Miami, Fla 33139

ARTICLE XI - BY-LAWS

The power to adopt , alter , amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any officer or director , or any former officer or director , to the full extent permitted by law.

ARTICLE XIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation , or any amendment thereof , and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF , the undersigned subscriber has executed
these Articles of Incorporation on this 16th day of February,
1996.

Marcelo Buchbinder
Marcelo Buchbinder

STATE OF FLORIDA

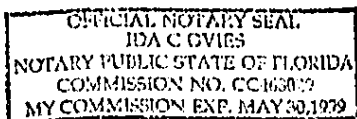
COUNTY OF DADE

THE FOREGOING ARTICLES OF INCORPORATION were sworn to and
acknowledged before me on this 16th day of February, 1996 , by

Ida C. Davis
Notary Public
State of Florida

Personally known to me
(or I.D. shown).

My commission expires:



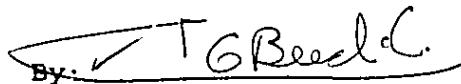
CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THE STATE , NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091 , Florida Statutes , the following
is submitted in compliance with said Act:

BALEARIC TRADING CORP. desiring to organize under
the laws of the State of Florida , with its principal offices as
indicated in the Articles of Incorporation has named Marcelo
Buchbinder at , 1348 Washington Avenue, Miami Beach, Fla 33139 as
its Agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-
named corporation , at the place designated in this Certificate ,
I hereby accept to act in that capacity , and agree to comply
with the provisions of said Act relative to keeping open said
office.

By: 

Marcelo Buchbinder

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA