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

ELECTRONIC FILING COVER SHEET
FROM: EMPIRE CORPORATE K.T. COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 302-4010
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: NORPET TRADING COMPANY, INC.
FAX AUDIT NUMBER: H90000002778
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 28, 1996

EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST STE 200
MIAMI, FL 33135

SUBJECT: NORPET TRADING COMPANY, INC.
REF: W96000004457

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

I RECEIVED ONLY THE FIRST TWO PAGES OF THE ARTICLES. PLEASE RESUBMIT ENTIRE SET OF ARTICLES.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000002778
Letter Number: 596A00008666

④

**ARTICLES OF INCORPORATION
OF
NORPET TRADING COMPANY, INC.**

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

WITNESSETH:

**ARTICLES I
NAME AND ADDRESS**

The name and address of the principal office and/or mailing address of the Corporation is as follows:

Norpet Trading Company, Inc.
c/o Mark C. Perry
2455 East Sunrise Boulevard
Suite 905
Ft. Lauderdale, FL 33304

**ARTICLE II
DURATION**

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLES IV
CAPITAL STOCK**

This Corporation is authorized to issue 7,500,000 shares of \$.001 par value common stock.

Prepared by:
Mark C. Perry, Esquire
2455 East Sunrise Boulevard, Suite 905
Fort Lauderdale, Florida 33304
(305) 564-6616
Florida Bar Number: 251941

FILED
96 FEB 23 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V
QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 2455 East Sunrise Boulevard, Suite 905, Fort Lauderdale, Florida 33304 and the name of the initial registered agent of this Corporation at such address is Mark C. Perry, Esquire.

ARTICLES VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the initial Directors of the Corporation are as follows:

Peter Kothe
c/o Mark C. Perry
2455 E. Sunrise Boulevard
Suite 905
Ft. Lauderdale, FL 33304

Norbert Dirk Kramer
o/o Mark C. Perry
2455 E. Sunrise Boulevard
Suite 905
Ft. Lauderdale, FL 33304

ARTICLE VIII
INCORPORATORS

The name and address of the Corporation's incorporator is:

Mark C. Perry
2455 East Sunrise Boulevard, Suite 905
Fort Lauderdale, Florida 33304

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
55 FEB 28 AM 10:36

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 Fort Lauderdale, Florida 33304


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ARTICLE X
LIMITATION ON SHAREHOLDER SUITS

Shareholders shall not have a cause of action against the Company's officers, directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

IN WITNESS WHEREOF, we have subscribed our names this 27 day of February, 1996.



Mark C. Perry, Incorporator
2455 East Sunrise Boulevard, Suite 905
Ft. Lauderdale, Florida 33304

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

MARK C. PERRY, ESQUIRE

By:



Mark C. Perry, Esquire
Registered Agent

56 FEB 28 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA