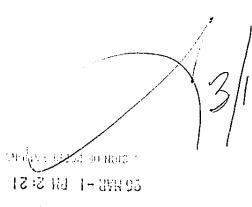
3/01/ FLORIDA DIVISION OF CO PUBLIC ACCESS SY (((HD) TOI FRIEDMAN CONTACT: LYNN PHONE: 358-2671 (305) FAX: (305) 358-7832 (((H96000002987))) DOCUMENT TYPE: FLORIDA PROFIT COMPORATION OR P.A. NAME: MACAR INTERNATIONAL CORPORATION FAX AUDIT NUMBER: H96000002987 CURRENT STATUS: REQUESTED DATE REQUESTED: 03/01/1998 TIME REQUESTED: 13:53:34 CERTIFIED COPIES: CERTIFICATE OF STATUS: NUMBER OF PAGES: 6 METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 070744001530 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H96000002987))) ** ENTER 'M' FOR MENU. ** ENTER SELECTION AND (CR): Menu: <Ctrl R-Shift> 2400 7R1 VT100 Online

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ARTICLES OF INCOMPORATION

QΖ

MACAR INTERNATIONAL CORPORATION

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

NAME OF CORPORATION

The name of the corporation shall be MACAR INTERNATIONAL CORPORATION

ARTICLE II

This corporation is to have perpetual existence.

ARTICLE III

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florids.

ARTICLE IV CAPITAL STOCK

The corporation is authorized to issue five hundred (500) shares all at One (\$1.00) Dollar par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

P. 2

CORPORAVE ADDRESS

The initial street address in the State of Florida of the principal office of this corporation is as follows:

1119 Fifth Street Miami Beach, Florida 33139

INITIAL REGISTERED AGENT

The initial Registered Agent of this corporation is as follows: MANUEL CARVAJAL

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) Director(8) initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law, but shall never be less than one (1).

NAME (S)

ADDRESS (ES)

MANUEL CARVAJAL

1119 Fifth Street Miami Beach, Florida 33139

ARTICLE VIII INCORPORATORS

The name(s) and address(es) of the Incorporator(s) signing these Articles is/are:

NAME (8)

ADDRESS (ES)

MANUEL CARVAJAL

1119 Fifth Street Miami Beach, Florida 33139

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AMENDMENT OF BY-LAME

The power to adopt, where, amend or appeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

ARTICLE X INDENNIFICATION

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

ARTICLE XI INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the flecretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII AMENDMENT OF ARTICLES

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

TH WITHES WEERED, the undersigned incorporator(s) has/have executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florids.

STATE OF PLORIDA COUNTY OF DADE

Public, duly authorised to take acknowledgements, personally appeared MANUEL CARVASAL, to me well known to be the person(e) described in and who executed the foregoing Articles of Incorporation, as incorporator(e) and acknowledged before me that he/she/they subscribed to said Articles of Incorporation, after having produced drivers lighted, as identification.

writings my hand and seal this lot day of

My Commission Expires:

ALVANUE CULMES CO. 455.

WAS ALVANUE OF THE LATE AND A CO. 455.

WAS ALVANUE OF THE CO. 405.

NOTARY PUBLIC State of Florida at Large

496-02987

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REGISTERED AGOST CERTIFICATE

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

PIRST - That MACAR INTERNATIONAL CORPORATION desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in the City of Miami Beach, County of Dade, State of Florida, has named MANUSL CARVAJAL, logated at 1119 Fifth Sureet, Miami Beach, Florida 33139, as its registered agent to accept service of process.

ACKNOWLEDGEMENT.

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

MANUEL CARVACAL

STATE OF FLORIDA COUNTY OF DADS

Public, duly authorized to take acknowledgements, personally appeared MANUEL CARVAJAL to me well known to be the person described in and who executed the Registered Agent Cartificate. After having produced a drivers license as identification.

S

9000 KOHICA FAX 150

manal my hand and seal on this lot day of

My Commission Expires;

ANA VASGUEZ

COMMISSION OG 18000

EXPIRE PER 11,1000

ALLANTE SMOKE SEL INS.

North Public State of Florida at Lange

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