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3/15/96 FLORIDA DIVISION OF CORPORATIONS 12:22 PM
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: FAB-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166- 302-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591

((H96000003737))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: T & F MACHINERY, INC.
FAX AUDIT NUMBER: H96000003737 CURRENT STATUS: REQUESTED
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TALLAHASSEE, FLORIDA

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RECEIVED

ARTICLES OF INCORPORATION

OF

T & F MACHINERY, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLA.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I - NAME

THE NAME OF THE CORPORATION SHALL BE:

T & F MACHINERY, INC.

THE PRINCIPAL PLACE OF BUSINESS OF THE CORPORATION SHALL BE:

5975 N.W. 79 AVENUE, MIAMI, FLORIDA 33166

ARTICLE II - NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY, TERRITORY OR NATION.

ARTICLE III - CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

500 SHARES OF \$1.00 PER SHARE

PREPARED BY: FRANCISCO CORREDERO

ADDRESS: 6489 S.W. 50th. St., Miami, Fla. 33155

. PHONE: (305) 667-3911

ARTICLE IV - TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY. THE CORPORATE EXISTENCE OF THE CORPORATION SHALL COMMENCE AT THE TIME OF FILING THESE ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE OF THE STATE OF FLORIDA.

ARTICLE V - OFFICERS DIRECTORS

THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICERS AND DIRECTORS WHO SHALL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL THEIR SUCCESSORS ARE ELECTED IS AS FOLLOWS:

FRANCISCO CORREDERO
VICE-PRES. / DIRECTOR
SECRETARY.

6489 S.W. 50TH STREET
MIAMI, FLA. 33155

BRUNO A. GONZALEZ
PRESIDENT / DIRECTOR
TREASURER.

9312 N.W. 120 TERRACE
HIALEAH GARDENS, FLA. 33016

ARTICLE VI - SHAREHOLDERS

THE NAMES AND STREET ADDRESSES OF THE SHAREHOLDERS OF THE CORPORATION, THE AMOUNT THEY ARE INVESTING IN THE BUSINESS AND A STATEMENT OF THE NUMBER OF SHARES THEY AGREE TO TAKE IS AS FOLLOWS:

<u>FRANCISCO CORREDERO</u>	6489 S.W. 50TH ST.,	250 SHARES
V.P. / SEC. / DIR.	MIAMI, FLA. 33155	\$250.00

<u>BRUNO A. GONZALEZ</u>	9312 N.W. 120 TER.	250 SHARES
SEC./TREASURER / DIR.	HLH. GARDENS, FL. 33016	\$250.00

ARTICLE VII - QUORUM

ONE HUNDRED PERCENT (100%) OF THE SHARES OF THE STOCKHOLDERS REPRESENTED IN PERSON OR BY PROXY, SHALL CONSTITUTE A QUORUM AT THE MEETING OF THE SHAREHOLDERS,

ARTICLE VIII - DEADLOCK

IF A DEADLOCK SHOULD OCCUR IN THE VOTE OF THE DIRECTORS OR OF THE SHAREHOLDERS AND THE DEADLOCK CANNOT BE RESOLVED BY AGREEMENT OF THE PARTIES, THE DEADLOCK SHALL BE RESOLVED BY ARBITRATION. WITHIN TEN DAYS OF THE DEADLOCK, THE DIRECTORS OR SHAREHOLDERS ON ONE SIDE OF THE DISPUTE SHALL SELECT ONE ARBITRATOR AND THE DIRECTORS OR SHAREHOLDERS ON THE OTHER SIDE OF THE DISPUTE SHALL SELECT ONE ARBITRATOR AND THE TWO THUS APPOINTED SHALL SELECT A THIRD ARBITRATOR. THE THREE ARBITRATORS SHALL MAKE A PROMPT DECISION ON THE MATTER IN DISPUTE. ALL COSTS OF ARBITRATION SHALL BE BORNE EQUALLY BY THE PARTIES. THE DECISION OF THE ARBITRATOR SHALL BE BINDING AND CONCLUSIVE FOR ALL PURPOSES,

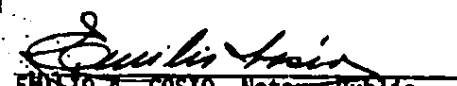
ARTICLE IX - INCORPORATOR

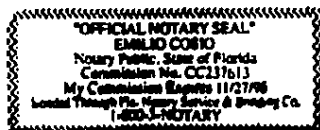
THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS: FRANCISCO CORREDERO

6489 S.W. 50TH. STREET
MIAMI, FLORIDA 33155

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 15 DAY OF MARCH 1996.


FRANCISCO CORREDERO, Incorporator


EMILIO A. COSIO, Notary Public



STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged and sworn to before me this

15th day of March 1996, by:

FRANCISCO CORREDERO of:

MIAMI, FLORIDA

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: T & F MACHINERY, INC.

2. The name and address of the registered agent and office is:

FRANCISCO CORREDERO

5975 N.W. 79th Avenue
(P. O. BOX NOT ACCEPTABLE)

Miami, Florida 33166
(CITY/STATE/ZIP)

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96 MAR 15 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Francisco Corredero

SIGNATURE


(Registered Agent)

DATE March 15, 1996.