96000027766 TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tullahassee, FL 32314

SUBJECT: MER	CO HOLDING G	ROUP, CO.		
	Proposed corporate r	name - must include suff	-03/2	1001758646 6/9601170018 131.25 ****131.25
Enclosed is an original for :	and one (1) co	py of the articles of	incorporation	and a check
\$70.00 Filing Fee	\$78.75 Filling Fee & Certificate	\$122.50 Filing Fee & Cardified Copy Additional Copy	XX\$131.25 Filing Fee, Certified Copy & Certificate Required	
FROM:	EDUAI	RDO R. MERLANO		-
	1201 CORA	Printed or typed) EAST PONCE DE Address L GABLES, FLORI , State & Zip		SUITE # 205
	(305)	443-1325		17V1 135 36
•	·	Telephone number		IVA 26 PH 2: 11 PREVIOUS STATE OFFICE SEE FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

MERCO HOLDING GROUP, CO.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1201 EAST PONCE DE LEON BLVD. SUITE # 205 CORAL GABLES, FLORIDA, 33134

MAILING ADDRESS:

P.O. BOX 140519 CORAL GABLES, FLORIDA, 33114

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

7 (SEVEN)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

EDUARDO R. MERLANO

1201 EAST PONCE DE LEON BLVD. SUITE # 205 CORAL GABLES, FLORIDA, 33114 USA

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

EDUARDO R. MERLANO

1201 EAST PONCE DE LEON BLVD. SUITE # 205 CORAL GABLES, FLORIDA, 33134 USA

NOTE: THE EFFECTIVE DATE SHALL COMMENCE AS OF MARCH 19, 1996.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

19 day of MARCH , 1996

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 ST. IE OF FLORIDA.

1.	The name of the corporation is: MERCO HOLDING GROUP, CO.		
	_		型岛岛 小八
2.	The name and address of the register	red agent and office is:	60
	EDUAR	DO R. MERLANO	
		(NAME)	
	1201	EAST PONCE DE LEON BLVD.	SUITE P205
	(P.O. Box o	r Mail Drop Box NOT ACCEPTABLE)	
	CORAL	GABLES, FLORIDA, 33134	
		(City/State/Zip)	

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

MARCH 19, 1996

(DATE)

TO : DEPARTMEN		BIT MEMORANDUM	OR OF I	777	dumber d	 O
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GRAND TOTAL:

63279-B

131.25

146.25

Process Date: 04/02/96

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

State Treasurer