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ROCHELLE Z. CATZ, P.A.

ATTORNEY AT LAW

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1460 McCREGOR BLVD., SUITE F
PORT MYERS, FL 33919-8940

March 22, 1996

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-03/26/96-01074-006
****122.50 ****122.50

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Incorporation of: SCORPIO TRADING COMPANY, INC.

Dear Sir or Madam:

Enclosed find the original and duplicate copy of the proposed Articles of Incorporation for the above referenced corporation.

Also enclosed find my client's check in the amount of \$122.50 to cover the cost of filing, charter tax, certified copy and Resident Agent certificate.

Please endorse your approval of these Articles on the duplicate copy, certify same and return to this Office. Thank you in advance for your assistance and cooperation in this matter.

Sincerely,

Rochelle Z. Catz
ROCHELLE Z. CATZ
Attorney-at-Law

RZC:rc

Enclosures

APR 1 1996 : BSB

RECEIVED
FLORIDA
DEPARTMENT OF STATE
APR 25 1996
FLORIDA

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

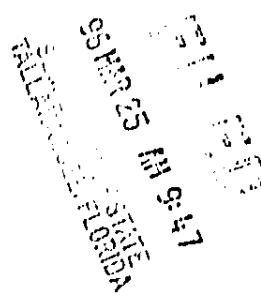
The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

Name of Corporation

The name of the corporation shall be:

SCORPIO TRADING COMPANY, INC.



ARTICLE II

Principal Office

The principal office of the corporation shall be:

State Road 90
Ochopee, FL 33943

The mailing address of the corporation shall be:

P.O. Box 831688
Miami, Florida 33283

ARTICLE III

Shares

The number of shares the corporation is authorized to issue is One Thousand (1,000)

ARTICLE IV

Initial Registered Agent and Address

The street address of the initial registered office of the corporation is 13161 McGregor Boulevard, Suite F, Fort Myers, Florida 33919 and the name of the initial registered agent of the corporation at such address is ROCHELLE Z. CATZ.

ARTICLE V

Officers and Directors

The name and address of the officers and director is:

MANNING J. OBCKOLA President/Secretary/Treasuror
P.O. Box 831688
Miami, FL 33283

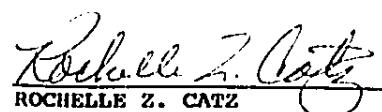
ARTICLE VI

Incorporator

The name and address of the initial incorporator is:

ROCHELLE Z. CATZ	13161 McGregor Blvd. Suite F Fort Myers, FL 33919
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IN WITNESS WHEREOF, I have hereunto set my hand and
seal, acknowledged and filed the foregoing Articles of Incorporation
under the laws of the State of Florida, this 22nd day of March,
1996.


ROCHELLE Z. CATZ

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE AND FOREGOING ARTICLES, AT THE PLACE DESIGNATED IN THE ARTICLES, 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 UNDER SECTION 607.0505, FLORIDA STATUTES.

Signature: Karen O. Z. Chay
Date: 3/22/96

