

4/02/98

FLORIDA DIVISION OF CORPORATIONS

10:41 AM

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST 11TH STREET
TALLAHASSEE, FL 32309
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CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

((H96000004090)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BAHAMAS TRADING POST, INC.

FAX AUDIT NUMBER: H96000004090

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/02/1998

TIME REQUESTED: 10:41:15

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96 APR -2 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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96 APR -2 AM 11:40
DIVISION OF CORPORATIONS

Robert R. Frank
M. Bar # 026238
1666 Kennedy Cswy.
North Bay Village, FL 33141
805-868-4711

ARTICLES OF INCORPORATION
OF
BAHAMAS TRADING POST, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I - NAME

The name of this Corporation is BAHAMAS TRADING POST, INC.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
100	\$5.00	Common

ARTICLE IV - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation is 1666 KENNEDY CAUSEWAY, SUITE 705, NORTH BAY VILLAGE, FLORIDA 33141, and the name of the initial registered agent of this Corporation is ROBERT R. FRANK.

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial Director of this Corporation is:

NAME

ADDRESS

ROBERT R. FRANK

1666 KENNEDY CAUSEWAY
SUITE 708
NORTH BAY VILLAGE, FL 33141

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

NAME

ADDRESS

ROBERT R. FRANK

1666 KENNEDY CAUSEWAY
SUITE 708
NORTH BAY VILLAGE, FL 33141

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors of the Shareholders.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the fullest extent permitted by law.

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ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 120 day of April, 1996.


SUBSCRIBER, ROBERT M. FRANK

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Robert R. Frank
Fl Bar # 026238

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

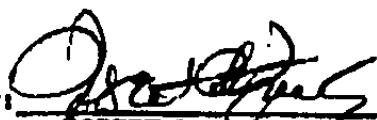
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

That **BAHAMAS TRADING POST, INC.** desiring to organize under the laws of the State of **FLORIDA** with its principal office, as indicated in the Articles of Incorporation, at the City of **NORTH BAY VILLAGE**, County of **DADE**, State of **FLORIDA**, has named **ROBERT R. FRANK**, located at **1666 KENNEDY CAUSEWAY, SUITE 705, NORTH BAY VILLAGE, NORTH BAY VILLAGE, County of DADE, State of FLORIDA**, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 agree to comply with the provision of said Act relative to keeping open said office.

By: 
ROBERT R. FRANK

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