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Examiner's Initials

Trademark Other

ARTICLES OF INCORPORATION OF



TOTAL RESOURCE ENTERPRISE, INC.

ARTICLE I - NAME OF CORPORATION

The name of this Corporation is and shall henceforth be: TOTAL RESOURCE ENTERPRISE, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date of execution and acknowledgement of the Articles of Incorporation.

ARTICLE III- PURPOSE

This Corporation is organized to transact business as a wholesale company and to conduct any and all lawful business permitted to a corporation organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of stock at \$0.01 par value, which shall be designated "Common Shares".

ARTICLE V - PLACE OF BUSINESS AND NAME OF REGISTERED AGENT

The place of husiness shall be: 14860 DUNBARTON PLACE
MIAMI, FL 33016

The Registered Agent for service of process is:

CARLOS C. FERNANDEZ

14860 DUNBARTON PLACE

MIAMI, FL 33016

ARTICLE VI - BOARD OF DIRECTORS

The Board of Directors of this Corporation shall be composed of the following directors:

CARLOS C. FERNANDEZ, PRESIDENT, SECRETARY, TREASURER 14860 DUNBARTON PLACE MIAMI, FL 33016

ARTICLE VII- INCORPORATION

The name and address of the person signing these Articles of Incorporation is CARLOS C. FERNANDEZ
15476 N.W. 77th COURT, SUITE 286
MIAMI, FL 33016

ARTICLE VIII- INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law, for any action brought against said officer or director arising out of said officer or director's performance of his lawful duties for this Corporation.

ARTICLE IX - AMENDMENTS

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 THEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 26th of March, 1996.

CARLOS C. FERNANDEZ INCORPORATOR

STATE OF FLORIDA) COUNTY OF DADE

MY COMMISSION EXPIRES:



STATE OF PEQRIDA

CERTICATE BY INCORPORATOR OF DESIGNATING PLACE OF THE PURPOSE OF SERVICE OF PROCESS AND NAMING A REG AGENT UPON WIOM PROCESS MAY BE SERVED

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted:

That TOTAL RESOURCE ENTERPRISE INC. desiring to organize under the laws of the State of Florida, hereby aeclares its place of business as:

14860 DUNBARTUN PLACE First:

MIAMI, FL 33016

That the Registered Agent for service of process shall be: CARLOS C. FERNANDEZ 14860 DUNBARTON PLACE Second:

MIAMI, FL 33016

That the Registered Agent, CARLOS C. FERNANDEZ having been named Agent for service of process within the State of Florida for TOTAL RESOURCE ENTERPRISE, INC. hereby agrees to accept said capacity and grees to comply with Chapter 48.091, Florida Statutes, which includes maintaining open said place of business as designated in this Certificate and to accept service of process in behalf of said Corporation. Third:

1 emande CARLOS C. FERNANDEZ Designated Agent for Service of Process

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