

P96000037409

Miami, April 24th, 1996

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 E. GAINES STREET
TALLAHASSEE, FL. 32399

RECEIVED
-04/29/96--01063--003
***122.50 ***122.50

Subject: ASSOCIATES PRODUCTS CORPORATION

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above mentioned Corporation and a Money Order in the amount of \$ 122.50, to cover the cost of the filing fee, Designation of the Register Agent and Certified copy of the Articles of Incorporation.

FILED
96 APR 26 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,



RICARDO MARTIN
670 EAST 38th STREET
HIALEAH, FL. 33013
PH: (305) 822-9090
FAX: (305) 556-7702

MSB
5/1/96

**ARTICLES OF INCORPORATION
OF
ASSOCIATES PRODUCTS CORPORATION**

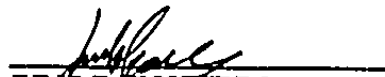
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for purposes of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is ASSOCIATES PRODUCTS CORPORATION, "the Corporation").
- SECOND:** The principal office and mailing address of the Corporation is 14100 N.W. 57th Court, Miami, FL. 33014.
- THIRD:** The Corporation is authorize to issue 1,000 shares of common stock, at .01 par value.
- FOURTH:** The street address of the initial register office of the Corporation is: 14100 N.W. 57th Court, Miami, FL. 33014; and his Register Agent is Ricardo Martin.
- FIFTH:** The name and address of the incorporator of the Corporation is: Julio Izquierdo 14100 N.W. 57th Court, Miami, FL. 33014.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which Corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have three(4) Directors initially and the number of Directors may be increase or diminished from time to time as provided in the Bylaws but shall never be less than one (1). The name and address of the Directors the Corporation are: Greeny E. Valbuena, 18299 Fresh Lake Way, Boca Raton, Florida 33498; Veronica Navas, 18299 Fresh Lake Way, Boca Raton, Florida 33498; Ricardo Martin, 670 East 38th Street, Hialeah, FL. 33013; and Julio E. Izquierdo 337 East 17th Street, Hialeah, FL. 33010.
- EIGHT:** The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time related to affiliated transactions.
- NINTH:** The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time relating to control shares acquisitions.

**ARTICLES OF INCORPORATION
OF
ASSOCIATES PRODUCTS CORPORATION**

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 24th day of April, 1996.



JULIO E. IZQUIERDO
Incorporator.

**ARTICLES OF INCORPORATION
OF
ASSOCIATES PRODUCTS CORPORATION**

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as Registered Agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.


RICARDO MARTIN
DIRECTOR.

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