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April 25, 1996

Florida Department of State  
Secretary of State  
Division of Corporation  
Tallahassee, Florida 32399

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OF CORP  
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Gentlemen:

Enclosed Please Find .

One (1) Space Age Distributors, Inc. Cashier check for \$122.50.

One (1) Slat World, Inc. Cashier check for \$35.00.

One (1) MBO Business Enterprises Inc. Cashier check for \$ 122.50.

Sincerely,

  
Bettina Rodriguez Aguilera  
President/Founder

encl.

BRA/cw

130 NW 86<sup>th</sup> Pl  
Miami, FL  
33126

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ARTICLES OF INCORPORATION  
OF  
SPACE AGE DISTRIBUTORS, INC.

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ARTICLE I - NAME

The name of the corporation is Space Age Distributors, INC.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - 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 pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The principal office of the Corporation is at 3271 N.W.7th Street, Suite 207, Miami, Florida 33125. The name of the registered agent of this corporation at that address is Mirna Salamanques.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, in accordance with the by-laws of the corporation, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

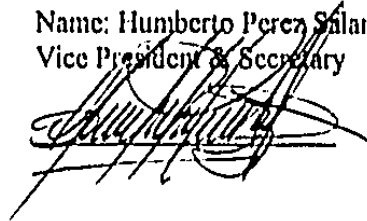
Name: Mirna Salamanques  
President

Address: President & Treauer  
Key Biscayne, Florida 33149



Name: Humberto Perez Salamanquez  
Vice President & Secretary

Address: 290 Sunrise Drive  
Key Biscayne, Florida 33149



#### ARTICLE VIII - INCORPORATOR

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

Name: Humberto Perez Salamanquez

Address: 290 Sunrise Drive  
Key Biscayne, Florida 33149

#### ARTICLE IX - BY-LAWS

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

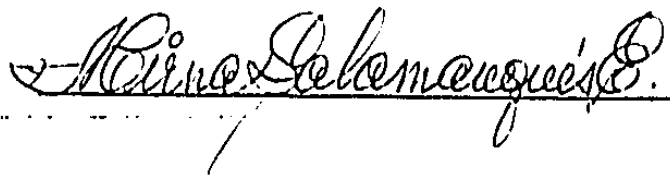
#### ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENTS

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

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 09th day of April, 1996.



STATE OF FLORIDA

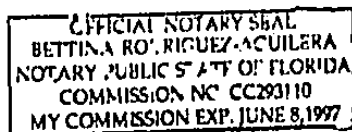
COUNTY OF DADE

THE FOREGOING ARTICLES OF INCORPORATION were sworn to and acknowledged before me on this 9th day of April, 1996 by

Notary Public

  
State of Florida

My commission expires:



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

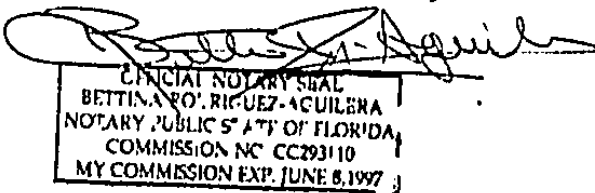
In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said act:

THAT, SPACE AGE DISTRIBUTORS, INC., desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation has named Mirna Salamanques, as its Agent to accept service of process within the State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in that capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: Mirna Salamanques



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