

LEOPOLDO L. FUENTES

ATTORNEY AT LAW

2975-B S.W. 79th AVENUE
MIAMI, FLORIDA 33155
TEL: (305)265-6990 • FAX: (305)265-6980

RECEIVED
SECRETARY OF STATE
JUN 11 11 33 AM '96

P96000050419

June 5, 1996

Secretary of State
Capitol Building
Tallahassee, Florida 32301

RECEIVED
SECRETARY OF STATE
JUN 11 11 33 AM '96

Ref.: Nordap Enterprises, Inc.

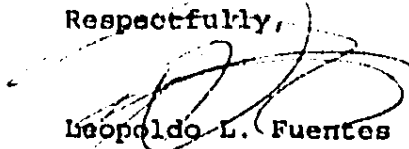
Dear Sirs:

I'm herewith enclosing a check in the amount of \$122.50, which represents the filing fees for the above referenced corporation.

Ki: lly send me by return mail the certificate of this corporation.

Thank you for your prompt attention to this matter.

Respectfully,


Leopoldo L. Fuentes

LLF/sp
Enclosures

*Janak gave permission
to correct Act. VI*

LLF

*BT
6/13*

**ARTICLES OF INCORPORATION
NORDAP ENTERPRISES, INC.**

We, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of Florida for the purposes set forth below, hereby subscribe to these Articles of Incorporation.

I

The name of the corporation shall be **NORDAP ENTERPRISES, INC.**

II

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell, and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

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STATE OF FLORIDA

PAGE TWO

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provide that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

III

The number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred shares of Five (\$5.00) Dollar par value.

IV

The existence of this corporation shall be perpetual.

V

The principal office of this corporation shall be:
8470 NW 58 Street, Miami, Florida 33166

VI

The Board of Directors of this corporation shall consist of not less than one and not more than ten (10) members.

VII

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of the State of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

MARIA J. FLORES, 8470 NW 58 Street, Miami, Florida 33166

VIII

The Registered Agent and the registered office for this corporation are: MARIA J. FLORES
8470 NW 58 Street
Miami, FL 33166

PAGE THREE

IX

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all the assets of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of three directors who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

X

ARTICLES V. VOTING RIGHTS

Each holder of par value common stock shall at every meeting of the stockholders be entitled to one vote for each share of the par value common stock of the corporation standing in his name at the time of the close of the transfer book before such meeting or as otherwise provided by law.

XI

PREEMPTIVE RIGHTS

Each stockholder shall have preemptive rights. Every stockholder, 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 rate share at the price at which it is offered to others.

XII

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

PAGE FOUR

Maria J. Flores
MARIA J. FLORES

RECEIVED
DIVISION OF CORPORATIONS
96 JUN 11 AM 9:38

XIII

INCORPORATOR

The names and addresses of the persons signing these Articles are:

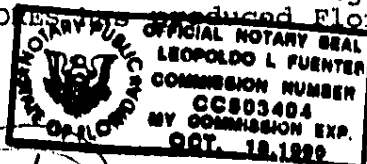
Maria J. Flores, 8470 NW 58 St., Miami, Fl. 33166

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 1st day of May, 1996.

Maria J. Flores
MARIA J. FLORES

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

I, LEOPOLDO L. FUENTES, Notary Public, do hereby certify that MARIA J. FLORES, personally appeared before me this 1st day of May, 1996, and acknowledged the due execution of the foregoing Articles of Incorporation. MARIA J. FLORES produced Florida Driver's License as identification.



NOTARY PUBLIC-STATE OF FLORIDA

My commission expires:



P96000050419

Law Offices of
RALPH FONSECA, ESQ.
Coral Way Law Center
8780 Coral Way, 1st Floor
Miami, FL 33186

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)

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*****95.00 *****95.00

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SH 9/30

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

09 SEP 20 AM 11:09

FILED

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 29, 1996

Ralph Fonseca, Esq.
6780 Coral Way
1st Floor
Miami, FL 33155

SUBJECT: NORDAP ENTERPRISES, INC.
Ref. Number: P96000050419

We have received your document for NORDAP ENTERPRISES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 596A00040906



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 9, 1996

Ralph Fonseca, Esq.
6780 Coral Way
1st Floor
Miami, FL 33155

SUBJECT: NORDAP ENTERPRISES, INC.
Ref. Number: P96000050419

We have received your document for NORDAP ENTERPRISES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 596A00041924

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

NORDAP ENTERPRISES, INC.


(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

ARTICLE VII: Article VII shall be deleted and should read as follows:
The names and addresses of the current Board of Director, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of the State of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows: Mauro A. Padron, 8470 NW 58 St. Miami, Florida 33166.

ARTICLE VIII: Article VIII shall be deleted and should read as follows:
The Registered Agent and the registered office for this corporation are: Mauro A. Padron, 8470 NW 58 St. Miami, Florida 33166. I, Mauro A. Padron hereby am familiar with and accept the duties and responsibilities as registered agent for Nordap Enterprises, Inc.


Mauro A. Padron
Registered Agent.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

n/a

THIRD: The date of each amendment's adoption: August 21, 1996

FOURTH: Adoption of Amendment(s) (check one)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)"

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 21st day of August, 1996

Signature *Mauro A. Padron*
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Mauro A. Padron

Typed or printed name

President

Title