

2. CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

6/20/96

FLORIDA DIVISION OF CORPORATIONS

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((H96000008657))

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TO: DIVISION OF CORPORATIONS

FIRM: FAS-T FOOD AGENTS, INC.

DEPARTMENT OF STATE

3405 N. 33RD ST

STATE OF FLORIDA

SOUTH C-100

409 EAST GAINES STREET

MIAMI FL 33166-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H96000008657))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MICRO EXCHANGE, INC.

FAX AUDIT NUMBER: H96000008657

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/20/1996

TIME REQUESTED: 14:05:11

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NOV 10 1996

95 JUN 20 PM 3:45

RECEIVED

ARTICLES OF INCORPORATION

OF

MICRO EXCHANGE, INC.

ARTICLE I - NAME

The name of this Corporation is Micro Exchange, Inc.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue five hundred shares, which said shares shall be designated as "Common Shares"

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered and principal office of the Corporation is 3069 NW 82 Avenue, Miami, Florida 33122.

The name of the initial Registered Agent of this Corporation is, Ivan Alfredo Aponte.

Prepared by: Doris E. Cardelle
13381-A S.W. 88th Terrace
Miami, Fl 33186
(305) 385-2469

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) initial directors.
The number of directors may increase from time to time by the By-Laws but shall never be less than one (1). The name and address of the Board of Directors of this Corporation is

Ivan Alfredo Aponte
3069 N.W. 82nd Avenue
Miami, Florida 33122

Andres Ordaz

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is

Ivan Alfredo Aponte
3069 N W 82nd Avenue
Miami, Florida 33122

ARTICLE VIII

This Corporation shall have all of the Corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - AMENDMENT

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

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OF
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"Common Shares"

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered and principal office
of the Corporation is 3069 NW 82 Avenue, Miami, Florida
33122.

The name of the initial Registered Agent of this Corporation is,
Ivan Alfredo Aponte.

Prepared by: Doris E. Cardelle
13381-A S.W. 88th Terrace
Miami, Fl 33186
(305) 385-2469

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ARTICLE X - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of June 1996.


Ivan Alfredo Aponte
President

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any amendments thereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand this 19th day of June, 1996


Ivan Alfredo Aponte
Registered Agent

Prepared by:
Doris E. Cardelle
13381-A S.W. 88th Terrace
Miami, Florida 33186

P96000052921

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 9, 1997

MICRO EXCHANGE, INC.
3069 N.W. 82ND AVENUE
MIAMI, FL 33122

SUBJECT: MICRO EXCHANGE, INC.
Ref. Number: P96000052921

Debit Memo #: 73652-B

This is to inform you that check #204 in the amount of \$330.00 submitted with the annual report for MICRO EXCHANGE, INC. has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$346.50 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after July 9, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 597A00024866

P96000052921

500002192455---5
-05/28/97--01004--011
****330.00 ****148.50

May 27, 1997

500002192455---5
-05/28/97--01004--012
****165.00 ****165.00

REPLACEMENT FEE 1997

ANNUAL REPORT: MICRO EXCHANGE,
INC.

DEBIT MEMO: # 73652-B

CHECK #: 204