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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001  
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255  
CONTACT: RAY STORMONT FAX #: (305)541-3770  
PHONE: (305)541-3694  
NAME: A.N.R. CONNECTION, INC.  
AUDIT NUMBER.....H96000012947  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 6  
CERT. COPIES.....1 DEL.METHOD.. FAX  
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SEP 17 1996  
TALLAHASSEE, FLORIDA

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SEP 17 1996  
TALLAHASSEE, FLORIDA

Handwritten signature and date: 9/16/96

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ARTICLES OF INCORPORATION

of

A.N.R. CONNECTION, INC.

The undersigned, in order to form a corporation for the purposes stated below, under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is:

A.N.R. Connection, Inc.

ARTICLE II. PURPOSE

The general nature of the business to be transacted by this corporation is as follows: Retail Store

To conduct its business and all its branches in the State of Florida, or in any other State or territories of the United States, District of Columbia, and the dependancies of the United States or in foreign countries as authorized by law, necessary to carry on the business of this corporation, or to promote any of the reasons for which the corporation is formed.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objective expressed above.

ARTICLE III. SHARES

The maximum number of shares of stock that is authorized to be issued at any time is 5,000 shs of \$1 par value. It will initially

issue 100 shs to Redouane Fouissi, 100 shs to Nourddine Fouissi,

Vivian Beck (Intercontinental Business Management, Inc.)

1390 N.E. 162nd Street # B

N.M.B. FL 33162

(305) 948 8777

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EMPIRE CORPORATE KIT

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100 shares to Ahmed Fouissi.

The shares of stock may be paid for in money, property, labor or services actually performed for the corporation, at a value to be fixed by the stockholder and/or Directors.

ARTICLE IV. DURATION

This corporation shall have perpetual existence.

ARTICLE V. REGISTERED AGENT

The name and street address of the initial registered agent of this corporation is:

Nourddine Fouissi, 410 S.W. 8th street, Hallandale, Florida 33009.

ARTICLE VI. OFFICERS

This corporation shall have a President, a Vice-President, a Secretary and a Treasurer and may also have one or more additional Vice-Presidents, Assistant Secretaries and Assistant Treasurers, and such other officers and/or agents as it may deem necessary. All officers and agents will have powers and duties as stated in the By-Laws. The same person may hold two or more offices. At this time Redouane Fouissi, will be Secretary, Nourddine Fouissi will be President, and Ahmed Fouissi will be Treasurer.

ARTICLE VII. INCORPORATOR

The name and address of the person signing these articles is Nourddine Fouissi, 410 S.W. 8th Street, Hallandale, Florida 33009.

ARTICLE VIII. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation, at the present time, shall be:

17227 N.W. 27th avenue, Miami, Florida 33056

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The undersigned incorporator(s) has(have) executed these Article of  
Incorporation this 16th day of September, 1996.

  
Incorporator, Nourddine Foulissi

This document was prepared by:

Vivian Buck  
Intercontinental Business  
Management, Inc.  
1390 N.E. 162nd Street-Suite B  
North Miami Beach, FL 33162  
(305) 948-8777

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

A.N.R. Connection, Inc.

2. The name and address of the registered agent and office is:

Nourddine Fouissi  
410 S.W. 8th street  
Hallandale, FL 33009

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Nourddine Fouissi  
Nourddine Fouissi

09-16-96  
Date

SEP 17 11 33 AM '96

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2562 Southwest 8<sup>th</sup> Street, Suite 206

Miami, Florida 33135

Phone/Fax (305) 649-1228

Phone: (305) 649-8776

Martin E. Powers, Esq.

John M. Powers, Esq.

Martin E. Powers, Esq.

Esq.

August 11, 1997

Secretary of State  
P.O. Box 6327  
Tallahassee, Fl. 32314

RE: A.N.R. Connection, Inc.

Dear Sir:

Enclosed please find the following:

Resignation;  
Call and Waiver of Notice;  
Minutes of Special Meeting; and  
Ratification of Special Meeting.

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-08/14/97--01085--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Please file them in the official records of the corporation.  
I have enclosed an additional copy for you to date stamp  
and then return to this office in the enclosed envelope.

Also attached is a check of \$35.00 for your fee.

Thank you for your kind attention to the above matter.

Sincerely yours,

  
Martin E. Powers

MEP/bm  
encl.

O/O resig.

VS AUG 22 1997

FILED  
97 AUG 14 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
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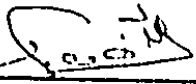
RESIGNATION

A.N.R. CONNECTION, INC.

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97 AUG 14 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, Redouane Fouissi, Secretary of the above Corporation,  
hereby tender my resignation effective as of the August 5, 1997.

Dated as of August 5, 1997.

  
\_\_\_\_\_  
Redouane Fouissi