

P960000084673

DIVISION OF CORPORATIONS

NAME PATRICIA M. PFUNDER
ADDRESS 1800 S.W. 27th Ave. Ste # 501
CITY Miami STATE Florida ZIP CODE 33145
AREA CODE & PHONE NUMBER (305) 642-4237
NAME OF CORPORATION P & E INTERNATIONAL, INC.

FILED
10/10/96--01026--010
11:12:50 11:12:50

FOR OFFICE USE ONLY

<input checked="" type="checkbox"/> DOMESTIC	<input type="checkbox"/> AMENDMENT	<input type="checkbox"/> SEARCH
<input type="checkbox"/> FOREIGN	<input type="checkbox"/> DISSOLUTION	<input type="checkbox"/> MERGER
<input checked="" type="checkbox"/> PROFIT	<input type="checkbox"/> REINSTATEMENT	<input type="checkbox"/> MARK
<input type="checkbox"/> NON-PROFIT	<input type="checkbox"/> ANNUAL REPORT	<input type="checkbox"/> RESERVATION
<input type="checkbox"/> LIMITED PARTNERSHIP	<input checked="" type="checkbox"/> CERTIFICATE UNDER SEAL	<input checked="" type="checkbox"/> CERTIFIED COPY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 10 PM 3:15

PICKED UP

gf 10/15/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION 55 OCT 10 PM 3:15
OF

P & E INTERNATIONAL, INC.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt and declare the following:

ARTICLE I - NAME

The name of this corporation is:

P & E INTERNATIONAL, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence

ARTICLE III - PURPOSE.

The corporation may engage in any business permitted under the laws of the United States and the State of Florida

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 6,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE & AGENT.

The name and street address of the initial registered agent of this corporation is: PATRICIA M. PFUNDER

719 N.E. 16 Ave. Suite C
Fort-Lauderdale, Fla. 33304

The address of the principal office of this corporation is
719 N.E. 16th Ave. Suite C
Fort-Lauderdale, Fl. 33304

ARTICLE VI - INITIAL BOARD OF DIRECTORS.

This corporation shall have one (1) director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

PATRICIA M. PFUNDER PRESIDENT -TREASURER DIRECTOR

EDUARDO R. ALVAREZ SECRETARY DIRECTOR

ARTICLE VII - LAWS.

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

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ARTICLE VIII - AMENDMENT

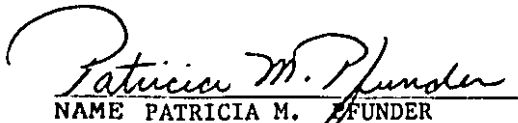
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act

ARTICLE IX - INCORPORATOR (S)

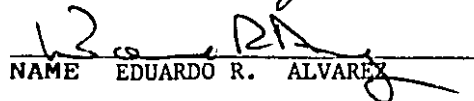
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 6th day of October 1996

The name and addresses of the person(s) signing these Articles is (are)

719 N.E. 16th Ave. Suite C
Fort-Lauderdale Fla. 33304


NAME PATRICIA M. PFUNDER

ADDRESS
719 N.E. 16th Ave. Suite C
Fort-Lauderdale Fla. 33304


NAME EDUARDO R. ALVAREZ

ADDRESS

NAME

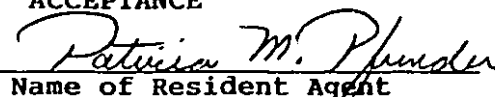
ADDRESS

ACCEPTANCE BY REGISTERED AGENT.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 6th DAY OF October 1996

ACCEPTANCE


Name of Resident Agent

PATRICIA M. PFUNDER
719 N.E. 16th Ave. Suite C
Fort-Lauderdale, Fla. 33304

Address