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Peter Makris
2110 Drew Street
Clearwater, FL 34625

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*****70.00 *****70.00

October 18, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent/Registered Office for US - IMPEX, INC. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation and return the articles back to the address below:

Peter Makris
2110 Drew Street
Clearwater, Florida 34625

If there are any questions, or you are having problems filing the Articles, please call me at (313) 446-0000.

Very truly yours,



Peter Makris

OCT 30 1996

BSB

FILED
OCT 28 PM 4:32
CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED

96 OCT 28 PM 4:33

STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
US - IMPEX, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

US - IMPEX, INC.

The principal place of business of this corporation shall be:
16253 GULF BOULEVARD, REDDINGTON BEACH, FLORIDA 33708. The
mailing address of this corporation shall be: 16253 GULF
BOULEVARD, REDDINGTON BEACH, FLORIDA 33708.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock have \$1.00 per value per share.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

This corporation is to have one director and officer, initially. The name and street address of the initial director and officer who shall hold office for the first year of the corporation's existence, or until his successor is elected or appointed is:

Nicolas Louloudis
President

16253 Gulf Boulevard
Reddington Beach, Florida 33708

ARTICLE VI. INCORPORATOR

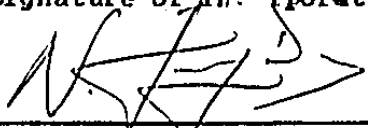
The name and street address of the incorporator to this
Articles of Incorporation is:

Nicolas Louloudis

16253 Gulf Boulevard
Reddington Beach, Florida 33708

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18 day of OCTOBER 1996, 1996.

Signature of Incorporator


Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledged and sworn to before me this 18 day of October, 1996, by Nicolas Louloudis of US - IMPEX, INC.

Notary Public

DEBRA R. KENNEMORE

Debra R. Kennemore
My Commission Expires: 5/31/97



FILED

CERTIFICATE DESIGNATING

96 OCT 28 PM 4:33

REGISTERED AGENT/REGISTERED OFFICE

STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, 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:

US - IMPEX, INC.

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

Name: NICOLAS LOULLOUDIS

Address: 16253 GULF BOULEVARD

City: REDDINGTON BEACH

State: FLORIDA

Zip: 33708

SIGNATURE

(Corporate Officer)

TITLE: PRESIDENT

DATE:

10/18/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

DATE:

10/18/96