

P96000097806

((H96000016913 1)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: MARDES INC.

AUDIT NUMBER.....H96000016913

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 3, 1996

EMPIRE

SUBJECT: MARDES INC.
REF: W96000025224

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Dana Calloway
Document Specialist

FAX Aud. #: H96000016913
Letter Number: 496A00054172

ARTICLES OF INCORPORATION

H96000016913

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Desomar Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

9118 N.W. 152nd. Lane
Miami, FL 33016

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Five Hundred (500)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Daniel L Montecavaro
9118 N.W. 152nd Lane,
Miami, FL 33016

305-825-4778
RODRIGUEZ & MORRISON, P.A.
ATTORNEYS AT LAW
18908 N.W. 67TH AVENUE - SUITE 450
MIAMI LAKES, FLORIDA 33016

R. C. Morrison 0052264

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EMPIRE CORPORATE KIT

P.84/85

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

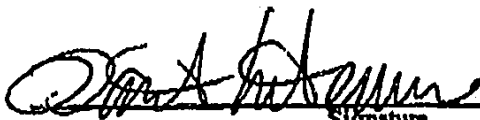
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Daniel L. Monteavaro
9118 N.W. 152nd Lane,
Miami, FL 33016

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

2nd day of December, 1996.

(An additional article must be added if an effective date is requested.)



Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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

Daniel L. Montecavaro
(NAME)

9118 N.W. 152nd Lane,
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Miami, FL 33016
(CITY/STATE/ZIP)

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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.


(SIGNATURE)

11/25/96
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314

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TOTAL P.05