

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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12/12/96 1:00

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EFFECTIVE DATE

1-1-97

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1.) EFEX International, Inc.
(CORPORATE NAME & DOCUMENT #)

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2.) _____
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10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

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ARTICLES OF INCORPORATION

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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:

OR INTERNATIONAL, INC.

EFFECTIVE DATE 1 JANUARY 1997

ARTICLE II PRINCIPAL OFFICE

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

420 E. 72 St.

#4H

New York, NY 10021

ARTICLE III SHARES

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

ten

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Corporate Access, Inc
1116-D Thomasville Rd.
Tallahassee, FL 32303

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):

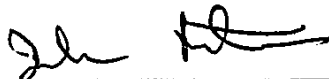
JUWAN BERNSTEIN
420 EAST 72 STREET #4H
NEW YORK, NY 10021

DOROTHY G. BERNSTEIN
420 EAST 72 STREET #4H
NEW YORK, NY 10021

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

11 day of DECEMBER, 19 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.

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

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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 DR INTERNATIONAL, INC.

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

Corporate Access, Inc.
(NAME)

1116-D Thomasville Rd
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tallahassee, FL 32303
(CITY/STATE/ZIP)

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.

Dany Bernin
(SIGNATURE)

12/12/96
(DATE)