

P96000/00530

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

RE: Elabig Corporation

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED

96 DEC 12 PM 2:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL DEC 12 1996

REQUEST TAKEN CONFIRMED APPROVED

DATE 12/12 _____

TIME _____ CK No. _____

BY _____

WALK-IN
Will Pick Up 12:00 2/12

C.C. FEE.

DISBURSED

Capital Express™

Art. of Inc. File

Corp. Record Search

Ltd. Partnership File

Foreign Corp. File

() Cert. Copy(s)

Art. of Amend. File

Dissolution/Withdrawal

C U S-

Fictitious Name File

Name Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

File No.'s, Copies

Courier Service

Shipping/Handling

Phone ()

Top Priority

Express Mail Prep.

FAX () pgs.

SUBTOTALS

FEE

DISBURSED

SURCHARGE

TAX on corporate supplies

SUBTOTAL

PREPAID

BALANCE DUE

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

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96 DEC 12 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF FLABIG CORPORATION

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

Article I, Name

The name of the corporation shall be:
Flabig Corporation

Article II, Mailing Address

The mailing address of this corporation shall be:
3862 Hunters Isle - Orlando, FL., 32837

Article III, Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
1000 Shares with \$ 1.00 Par Value.

Article IV, Initial Registered Agent and Street Address

The name and address of the initial registered agent is:
Edegar A. Pinto
5850 Lakehurst Dr. # 100 - Orlando, FL., 32819

Article V, Incorporator.

The name and address of the Incorporator to these Articles of Incorporation is:

Edegar A. Pinto

Address

5850 Lakehurst Drive suite 100, Orlando, FL., 32819.

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Article VI, Purpose.

The purpose of this corporation shall be to commerce, sell, buy, import and export all types of merchandise goods and services , as well as to be the representative of other companies if so is desired. This Corporation will also trade in the equipment and parts transportation business with international and national corporations and individuals alike, always respecting the regulations existing in those areas. These objectives should not affect the capability to do all other businesses under the Laws of the United States of America and the State of Florida.

Article VII, Initial Board of Directors and Officers.

The names and Post Office Addresses of the members of the first board of directors and Officers are:

Antonio Luiz Romano - President, VP, Treasurer, and Director

Luiz Andrade - Secretary

Postal address at:

3862 Hunters Isle - Orlando, FL., 32837.

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Affidavit

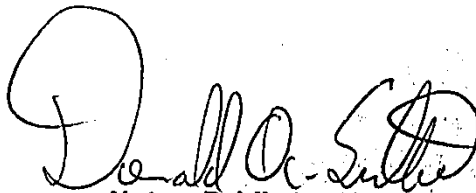
State of Florida, Orange County.

Before me this day personally appeared Edegar A. Pinto, who being duly sworn, depose and say that he is the Incorporator of Flabig Corporation, and is hereby duly authorized, responsible and apt to Incorporate according to the Statutes or the State of Florida.



Edegar A. Pinto

Sworn to and subscribed before me this December 04, 1996.



Notary Public

DONALD A. SUTTON
Notary Public, State of Florida
My Comm. Expires May 31, 1998
No. CC 376691
Bonded Thru Official Notary Service

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: FLABIG CORPORATION

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

Edegar A. Pinto

(Name)

5850 LAKEHURST DR. # 100

(P.O. Box not acceptable)

ORLANDO, FL 32819

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

E.A. Pinto

(Signature)

Donald A. Sutton

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 5 day of DEC, 1996, by EDEGAR

A. Pinto

Personally Known ✓ OR Produced Identification

Type of Identification Produced

DONALD A. SUTTON
Notary Public, State of Florida
My Comm. Expires May 31, 1998
No. CC 376691
Bonded Thru Official Notary Service