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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: CANIPO FLORIDA (USA), INC.

AUDIT NUMBER.....H96000017935

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

CERT. OF STATUS..0

PAGES..... 4

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ARTICLES OF INCORPORATION

H96000017935

OF

CANIPO FLORIDA (USA), INC.

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

CANIPO FLORIDA (USA), INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II : PRINCIPAL OFFICE

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

16711 Collins Avenue
Unit 1802-C
Miami Beach, FL 33160

ARTICLE III : CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one tone thousand (1,000) shares having \$1.00 par value.

Eddie Nurieli, Esq.
915 Middle River Drive, Suite 309
FL. Lauderdale, FL 33304
(954) 564-9291
FL BAR # 889040

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ARTICLE IV : INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is

Thomas Burkhardt
16711 Collins Avenue
Unit 1802-C
Miami Beach, FL 33160

ARTICLE V : INCORPORATOR

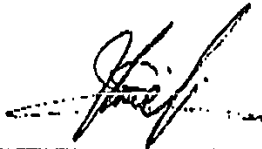
The name and street address of the incorporator of these Articles of Incorporation is

Eddie Nurieli, Esq.
915 Middle River Drive
Suite 309
Ft. Lauderdale, FL 33304

ARTICLE VI : OFFICERS

The name and address of the officer and director of the corporation is Thomas Burkhardt, President/Secretary, 16711 Collins Avenue, Unit 1802-C, Miami Beach, FL 33160

The undersigned has executed these Articles of Incorporation this 10th day of December, 1996.



Signature/Title

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**CERTIFICATE OF DESIGNATION
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 agent, in the State of Florida.

1. The name of the corporation is:
CANIPO FLORIDA (USA), INC.
2. The name and address of the registered agent and office is:

THOMAS BURKHARDT
16711 Collins Avenue
Unit 1802-C
Miami Beach, FL 33160

CANIPO Handels-AG
Mailing address:
Oberholzstr. 21
8733 St. Gallenkappel
Switzerland

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Thomas Burkhardt
(corporate officer)

President

Title

10/12/96

Date

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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

[Signature]
SIGNATURE

10/12/96

DATE

CANIPO Handels-AG
Mailing address:
Oberholzstr. 21
8733 St. Gallenkappel
Switzerland

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