

LAW OFFICES
PEREZ-ABREU, ZAMORA, HILLMAN & MARTIN - LAVIELLE

PROFESSIONAL ASSOCIATION
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901 PONCE DE LEON BOULEVARD
CORAL GABLES, FLORIDA 33134

JAVIER PEREZ-ABREU
CERTIFIED FAMILY MEDIATOR
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CERTIFIED CIVIL MEDIATOR
ANA MARTIN-LAVIELLE
CERTIFIED FAMILY MEDIATOR

TELEPHONE (305) 443-8794
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JENNIFER ROSE CHILDS, ESQ.
EMILIO J. REYES, ESQ.

December 20, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation of Dixy Import Export Corp.

Dear Sir/Madam:

In regard to the above captioned matter enclosed please find the Articles of Incorporation of Dixy Import Export Corp. along with a check in the amount of \$122.50 representing filing fee. We would respectfully request that these documents be filed in the office of the Secretary of State, Division of Corporations.

We thank you for your cooperation in this regard.

Very truly yours,

PEREZ-ABREU, ZAMORA, HILLMAN
& MARTIN-LAVIELLE, P.A.

By:

LOUIS M. HILLMAN-WALLER, ESQ.

LMHW/ig
Enc.

12/30

FILED
96 DEC 23 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

DIXY IMPORT EXPORT CORP.

ARTICLE I.

CORPORATE NAME

The name of this Corporation shall be:

DIXY IMPORT EXPORT CORP.

The permanent and mailing address of the corporation shall be:

2854 N.W. 72nd Avenue
Miami, Florida 33122

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Hundred (100) Shares of Stock. The Shares of Stock authorized shall be common stock having a par value of one (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Aharon Soffer
2854 N.W. 72nd Avenue
Miami, Florida 33122

ARTICLE V.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by by-laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI.

INITIAL BOARD OF DIRECTORS

The name and post office address of the initial member(s) of the initial Board of Directors is/are:

<u>Name</u>	<u>Address</u>
Aharon Soffer	2854 N.W. 72nd Avenue Miami, FL 33122

The members of the first Board of Directors shall hold office until the first annual meeting of Stockholders of the Corporation.

ARTICLE VII.

INCORPORATOR

The name and post office address of the Incorporator(s) executing these Articles of Incorporation is/are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Aharon Soffer	2854 N.W. 72nd Avenue Miami, FL 33122

The undersigned Incorporator(s), for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

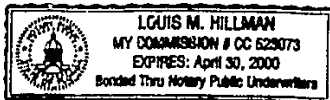


AHARON SOFFER

STATE OF FLORIDA]

COUNTY OF DADE] SS.:


The foregoing instrument was acknowledged by me this December, 1996, by Aharon Soffer, who is personally known to me or who has produced a Florida Dr. License as identification and who did take an oath.



My Commission Expires:


NOTARY PUBLIC

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.


AHARON SOFFER

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96 DEC 23 PM 4:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

P96000104261

PEREZ-ABREU, ZAMORA, HILLMAN & MARTIN - LAVIELLE

PROFESSIONAL ASSOCIATION

SUITE 802

901 PONCE DE LEON BOULEVARD

CORAL GABLES, FLORIDA 33134

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ANA MARTIN - LAVIELLE
CERTIFIED FAMILY MEDIATOR

JENNIFER ROSS SCHLUSSER, ESQ.
LMILO J. REVILLA, ESQ.

TELEPHONE (305) 443-8794

FACSIMILE (305) 443-8884

April 17, 1997

Secretary of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Amendment of Articles of Incorporation of Dixy Import
Export Corp.

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-04/21/97--01120--014

*****35.00 *****35.00

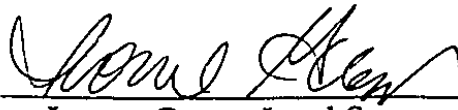
Dear Sir/Madam:

In regard to the above captioned matter enclosed please find the Articles of Amendment to Articles of Incorporation of Dixy Import Export Corp. along with a check in the amount of \$35.00 representing filing fee. We would respectfully request that these documents be filed in the office of the Secretary of State, Division of Corporations.

We thank you for your cooperation in this regard.

Very truly yours,

PEREZ-ABREU, ZAMORA, HILLMAN
& MARTIN-LAVIELLE, P.A.

By: 
Ivonne Gayon, Legal Secretary for
LOIUS M. HILLMAN-WALLER, ESQ.

LMHW/ig
Enc.

Amend

VS APR 20 1997

FILED
97 APR 21 AM 8:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
DIXY IMPORT EXPORT CORP.

FILED
97 APR 21 AM 8:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. Article I of the Articles of Incorporation of DIXY IMPORT EXPORT CORP.,
is amended to read as follows:

ARTICLE I

The permanent and mailing address of the corporation shall be:

2550 N.W. 72nd Avenue, Ste. 209
Miami, Florida 33122

2. Article IV of the Article of Incorporation of DIXY IMPORT EXPORT
CORP., is amended to read as follows:

ARTICLE IV


The Corporation's initial Registered Agent and Registered Office in the State of
Florida shall be:

Aharon Soffer
2550 N.W. 72nd Avenue, Ste. 209
Miami, Florida 33122

3. The foregoing Amendment was adopted by the directors of this corporation
on the 16th day of April, 1997. Shareholder action was not required.

4. This Amendment shall be effective upon filing with the Department of
State of the State of Florida.

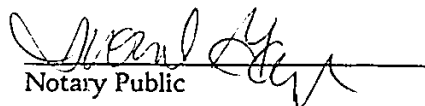
IN WITNESS WHEREOF, the undersigned sole director and incorporator of this
corporation have executed these Articles of Amendment this 16th day of April,
1997.


AHARON SOFFER, Vice-President/Director

STATE OF FLORIDA)

COUNTY OF DADE) SS:

The foregoing instrument was acknowledged by me this 16th day of
April, 1997, by AHARON SOFFER, as Vice-President, who is personally known
to me or who have produced a n/a, as identification, and who did take an
oath.


Notary Public

