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TO: DIVISION OF CORPORATIONS

PAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIQUEZ

PAX 0: (305)672-9110 PA

PRONE: (305) 672-0686

NAME: AAP TRADING CO.

AUDIT NUMBER..... H97000000173

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

PAGES..... 4

CERT. OF STATUS..1 CERT. COPIES....0

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Articles of Incorporation of AAP Trading Co.

Article I. Name

The name of this Florida corporation is:

AAP Trading Co.



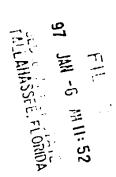
Article II. Address

The mailing address of the Corporation is:

AAP Trading Co.

907 Cypress Grove

Pompano Beach FL 33069



Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Italo Mangiamarchi 907 Cypress Grove Pompano Beach FL 33069

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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Randall L. Sidiosca FL Bar Member 511609 Latour & Sidiosca, P.A. 605 Lincoln Road, Suite 420 Miami Beach FL 33139 305-538-8911 • Fax 305-538-1987 The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Paolo Mangiamarchi Badna Toledo

Article VI. Incorporator

The name and address of the incorporator is:

Randall L. Sidlosca Latour & Sidlosca, P.A. 605 Lincoln Road, Suite 420 Miami Beach FL 33139

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective January 3, 1997

The undersigned incorporator executed these Articles of Incorporation on January 3, 1997

RANDALL L. SIDLOSCA by Luis A. Uriante as attorney-in-fact

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Randall L. Sidlosca FL Bar Member 511609 Latour & Sidlosca, P.A. 605 Lincoin Road, Sulto 420 Miami Beach FL 33139 305-538-8911 • Fax 305-538-1987

Certificate of Designation Registered Agent and Registered Office

CORPORATION: AAP Trading Co.

REGISTERED AGENT: Italo Mangiamarchi 907 Cypress Grove Pompano Beach FL 33069



I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ITALO MANGIAMARCHI by L.A. Uriarte as attorney-in-fact

Date: 1/6/97

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