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FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIGUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: DERCO IMPORT EXPORT, INC.

AUDIT NUMBER.....H97000001581

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

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 29, 1997

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: DERCO IMPORT EXPORT, INC.
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**Articles of Incorporation
of
Derco Import Export, Inc.**

EFFECTIVE DATE

1-28-97

Article I. Name

The name of this Florida corporation is:
Derco Import Export, Inc.

Article II. Address

The mailing address of the Corporation is:
Derco Import Export, Inc.
8901 SW 129th Street
Miami FL 33176

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Article III. Capital Stock

The Corporation shall have the authority to issue 3,000 shares of common stock, par value zero per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:
Jorge R. Lopez
5200 Blue Lagoon Drive, Suite 600
Miami FL 33126

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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Jorge R. Lopez FL Bar Member 0582928
Sandler Travis & Rosenberg, P.A.
5200 Blue Lagoon Drive, Suite 600
Miami FL 33126
305-267-9200 • Fax 305-267-5155

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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:

Jules De Ron

Article VI. Incorporator

The name and address of the incorporator is:

Jorge R. Lopez
Sandler Travis & Rosenberg, P.A.
5200 Blue Lagoon Drive, Suite 600
Miami FL 33126

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective January 28, 1997

The undersigned incorporator executed these Articles of Incorporation on January 29, 1997



JORGE R. LOPEZ

by B.R. Fons as attorney-in-fact

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Jorge R. Lopez FL Bar Member 0582328
Sandler Travis & Rosenberg, P.A.
5200 Blue Lagoon Drive, Suite 600
Miami FL 33126
305-267-9200 • Fax 305-267-5155

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**Certificate of Designation
Registered Agent and Registered Office**

CORPORATION:

Derco Import Export, Inc.

REGISTERED AGENT:

**Jorge R. Lopez
5200 Blue Lagoon Drive, Suite 600
Miami FL 33126**

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.



JORGE R. LOPEZ
by B.R. Fons as attorney-in-fact

Date: 1/29/97

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**Jorge R. Lopez FL Bar Member 0582328
Sandler Travis & Rosenberg, P.A.
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