CAPITAL CONNECTION, INC.

Virginia St., Suite 1, Tallahassee, Fl. 32301, (904)224-8870

__ Capital Express _______ Art. of inc. File ____

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

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REQUEST TAKEN CONFIRMED APPROVED

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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

11-2529-7 PONDER'S INC., THOMASVILLE, GA.

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ARTICLES OF INCORPORATION

OF

AMERICAN-RUSSIAN TRADE ASSOCIATION, INC.



The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is: AMERICAN-RUSSIAN TRADE ASSOCIATION, INC. The principal office of the Corporation is 200 East Robinson Street, Suite 500, Orlando, Florida 32801.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- Article 4. Capital Stock. The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares at a par value of \$0.01 per share.
- Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 200 East Robinson Street, Suite 500, Orlando, Florida 32801 and the name of the initial Registered Agent at that address is Florida Corporate Support, Inc.
- Article 6. Incorporators. The name and address of each Incorporator is as follows: Robert R. Hendry, 200 East Robinson Street, Suite 500, Orlando, Florida 32801.
- Article 7. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 8. Bylaws. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 30th day of January, 1997.

Robert R. Hendry

STATE OF FLORIDA) COUNTY OF ORANGE)

Before me personally appeared ROBERT R. HENDRY, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 30th day of January, 1997.

Notary Public, State of Florida at Large

Theresa J. Strickland
Typed Name of Notary Public

Commission No.: CC 371101

(NOTARY SEAL)

THERESA J. STRICKLAND Notary Public, State of Florida My Comm. Expires July 16, 1998 Comm. No. CC371101

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of AMERICAN-RUSSIAN TRADE ASSOCIATION, INC. which is contained in the foregoing Articles of Incorporation. I am familiar with and accept the obligations of Section 607.0505 F.S.

DATED this 30th day of January, 1997.

FLORIDA CORPORATE SUPPORT, INC.

Robert R. Hendry, as President

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TALL AHASSEE ELOPIO.