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2/04/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: NEW YORK EXPORT AND TRADING COMPANY

AUDIT NUMBER.....H97000002025

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

CERT. OF STATUS..0

PAGES..... 1

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97 FEB -4 PM 2:00

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TALLAHASSEE, FLORIDA

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H97-02025

ARTICLES OF INCORPORATION

of NEW YORK EXPORT AND TRADING COMPANY
a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: NEW YORK EXPORT AND TRADING COMPANY
Address of the Corporation: 438 LORETTO AVENUE
CORAL GABLES, FLORIDA 33146

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Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100.
PAR VALUE \$0.01 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:
2830 FAIRGREEN DRIVE, MIAMI BEACH, FLORIDA 33140
and the name of the initial registered agent at such address is ROBERT ROSENTHAL.

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation Robert Rosenthal 2/4/97
Signature of Registered Agent Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. <u>ROBERT ROSENTHAL</u>	<u>ALVARO LACAYO</u>
<u>2830 FAIRGREEN DRIVE</u>	<u>438 LORETTO AVENUE</u>
<u>MIAMI BEACH, FL 33140</u>	<u>CORAL GABLES, FL 33146</u>

Article 7: The Name and address of the incorporator is:

ROBERT ROSENTHAL
2830 FAIRGREEN DRIVE
MIAMI BEACH, FLORIDA 33140

In witness whereof I have subscribed my name

Robert Rosenthal

Signature of Incorporator

ROBERT ROSENTHAL

H97-02025
prepared by:
ace INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-358-2571