

P97000014310

Charter Number Only

Dagoberto 2-7-97

De Valdes & Associates

Requestor's Name

8404 SW 40 ST

Address

Miami, FL 33155

City

State

ZIP

Phone

553-8080

VALIDATION ONLY

FILED
97 FEB 13 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

700002083687--3
-02/11/97--01104--009
****122.50 ****122.50

CORPORATION(S) NAME

Tropic Trading Corp.



Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

W97-3402
CERTIFIED COPY
AL FEB 13 1997

RECEIVED
97 FEB 11 AM 10:29
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 11, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: TROPIC TRADING CORP.
Ref. Number: W97000003402

We have received your document for TROPIC TRADING CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 097A00007250

RECEIVED
97 FEB 13 AM 10:41
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
TROPIC USA, INC.**

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97 FEB 13 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE: The name of the corporation is:
TROPIC USA, INC.

ARTICLE TWO: Capital Stock.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time, is: NINE HUNDRED (900) shares of common stock having a par value of ONE DOLLAR (\$ 1.00) each.

ARTICLE THREE: Nature of Business and Powers.

The general nature of business to be transacted by this Corporation, is to engage in any kind of business permitted under the laws of the State of Florida.

ARTICLE FOUR: Terms of existence.

This corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE FIVE: Registered Agent.

The registered Agent and the street of the initial Registered Agent of this corporation in the State of Florida shall be:

IVETTE D. LEYVA
4262 S.W. 127 PLACE
MIAMI, FL 33175

ARTICLE SIX: Board of Directors.

This Corporation shall have THREE (3) Directors Initially. The number of Directors may be increased or diminished from time to time by bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE SEVEN: Initial Director(s).

The name(s) of the initial Director(s) of this Corporation and address:

JUAN C. CHOURIO MORENO
CALLE 72, CON AVE 2A
EDIFICIO VALDEPENA
PISO # 5, APT # 5
MARACAIBO, VENEZUELA

IVETTE D. LEYVA
4262 S.W. 127 PLACE
MIAMI, FL 33175

PEDRO M. CHOURIO MORENO
URB. LOS OLIVOS, CALLE 74
6362, QTA MORELLA
MARACAIBO, VENEZUELA

The person(s) named as initial Director(s) shall hold Office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified whichever occurs first.

ARTICLE EIGHT: Incorporator.

The name and street address of the person signing these articles of incorporation as the Incorporator is:

IVETTE LEYVA
4262 S.W. 127 PLACE
MIAMI, FL 33175

ARTICLE NINE: Officers of the Corporation.

The following person(s) have been elected officer(s) of the Corporation:

JUAN C. CHOURIO MORENO (PRESIDENT)
CALLE 72, CON AVE 2A
EDIFICIO VALDEPENA
PISO # 5, APT # 5
MARACAIBO, VENEZUELA

IVETTE D. LEYVA (SECRETARY)
4262 S.W. 127 PLACE
MIAMI, FL 33175

PEDRO M. CHOURIO MORENO (TREASURER)
URB. LOS OLIVOS, CALLE 74
6362, QTA MORELLA
MARACAIBO, VENEZUELA

ARTICLE TEN: Address of the Corporation.

The principal office of this Corporation shall be: 7270 N.W. 12 STREET, AET # 2, SUITE 110, MIAMI, FL 33126.

ARTICLE ELEVEN: Amendment.

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors and approved at a Stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

In witness thereof, the undersigned, as Incorporated, has executed the forgoing Articles of Incorporation in Miami, February 07, 1997.

Incorporator



Ivette D. Leyva

STATE OF FLORIDA

COUNTY OF DADE

Before me, a Notary Public, personally appeared Ivette D. Leyva
to me known to be the person described as the Incorporator
and acknowledge before me that she subscribed to these Articles of
Incorporation.

Miami, February 07, 1997



Notary Public

State of Florida at Large



Dagoberto H. Valdes
MY COMMISSION # CC562805 EXPIRES
January 1, 2001
BONDED THROUGH TROY FARM INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

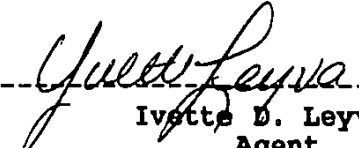
In compliance with section 48.091, Florida Statutes, the following
is submitted:

That TROPIC USA, INC.

desiring to organize under the laws of the State of Florida with
its principal office of Incorporation at: 7270 N.W. 12 STREET,
AET # 2, SUITE 110, MIAMI, FL 33126, has appointed IVETTE D. LEYVA,
4262 S.W. 127 PLACE, MIAMI, FL 33175, County of Dade, State of
Florida, as its agent to accept services of process within the
State of Florida.

Acknowledgement:

Having been named to accept services of process for the above named
Corporation at the place designated in this certificate, the
undersigned agrees to comply with the provisions of Florida Law
relative to keep the designated office open.



Ivette D. Leyva
Agent

FILED
97 FEB 13 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA