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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: P.S. INTERNATIONAL TRADING CORP.
AUDIT NUMBER.....H97000003194
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 5
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

P.S. INTERNATIONAL TRADING CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3200 COLLINS AVE. SUITE #64
MIAMI BEACH, FLORIDA 33140

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

FIVE HUNDRED SHARES (500) OF ONE DOLLAR (-1.00-) PAR VALUE
COMMON STOCK WHICH SHALL BE DESIGNATED "COMMON SHARES."

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

EDUARDO LUCHINI ----- 3200 Collins Ave. Suite #64
Miami Beach, FL 33140

Lazaro Toyos-Accountant
7278 SW 8th St.
Miami, FL 33144
(305) 266-6493

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ARTICLE V INCORPORATOR(S)

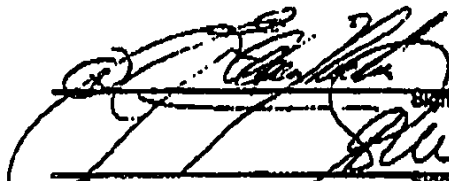
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

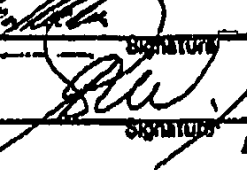
EDUARDO LUCHINI-----3200 COLLINS AVE. SUITE #64
MIAMI BEACH, FL 33140

ANTONIO PINHEIRO DEOLIVEIRA-----3200 COLLINS AVE. SUITE #64
MIAMI BEACH, FL 33140

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

_____ 21st _____ day of _____ FEBRUARY _____, 19 97 _____.



SIGNATURE EDUARDO LUCHINI


SIGNATURE ANTONIO PINHEIRO DEOLIVEIRA

SIGNATURE

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS
OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGN-
NATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF
FLORIDA.

1. The name of the corporation is: P.S. INTERNATIONAL TRADING CORP.

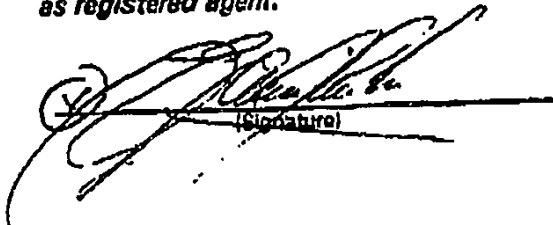
2. The name and address of the registered agent and office is:

EDUARDO LUCHINI
(Name)

3200 COLLINS AVE, SUITE #84
(P.O. Box not acceptable)

MIAMI BEACH, FL 33140
(City/State/Zip)

*Having been named as registered agent and to accept service of process for the
above stated corporation at the place designated in this certificate, I hereby accept
the appointment as registered agent and agree to act in this capacity. I further agree
to comply with the provisions of all statutes relating to the proper and complete perfor-
mance of my duties, and I am familiar with and accept the obligations of my position
as registered agent.*


(Signature)

02/21/1997

(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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