100024833 971:219 2:2:58 CAPITOL SERVICES d/b/a PARALEGAL & ATTORNEY SERVICE BUREAU, INC. (Requestor's Name) 1406 Hays Street, Suite 2 (Address) 32301 Tallahassee, FL (904) 656-3992 OFFICE USE ONLY (City, State, Zip) (Phone #) CORPORATION NAME(s) & DOCUMENT NUMBER(s) (if known): lastic Corporation (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Nick up time Certified Copy Will wait Photocopy Certificate of Status **NEW FILINGS AMENDMENTS** Profit Amendment HonProfit Resignation of R.A., Officer/Director **Limited Liability** Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION **OTHER FILINGS** QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership **Mame Reservation** Reinstatement

Trademark

Other

CR2E031(10/92)

D. BROWN MAR 1 9 1997

Examiner's Initials

120

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.

ARTICLEI NAME

The name of the corporation shall be: South America Plastic Corporation

ARTICLE II PRINCIPAL OFFICE

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

1221 Brickell Avenue, Suite 909 Miami, Florida 33131

ARTICLE III SHARES

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

Ten million (10,000,000) shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

National Corporate Research, Ltd. 1406 Hays Street, Suite 2
Tallahassee, Florida 32301

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

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

Richard E. Ipanaque, President 590 Nicolls Road Deer Park, NY 11729

Joseph J. Correa, Secretary 24 Warren Street Brentwood, NJ 11747

Neil J. Merlis, Executive Vice President 590 Nicolls Road Deer Park, NY 11729

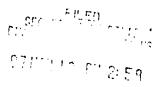
The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

day of MARCH , 1997

Signalure

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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

1.	The name of the corporation is:	South America Plastic Corporation
2.	The name and address of the registered agent and office is:	
	National Corporate Research, Ltd. Inc.	
	1406 Hays Street, Suite #2	
	Tallahassee, Flori	da 32301
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		

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 performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature John Morrissey,

March 18, 1997

Date