

PATRICK VIVIES CPA, PA
CERTIFIED PUBLIC ACCOUNTANT

721 S.E 17 TH. STREET
FORT LAUDERDALE, FL 33316

D97000028615

Phone: (954) 768-0034
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March 25, 1997

Department of State
Division of corporations
409 E. Gaines Street
Tallahassee, FL 32399

Attn: Doris Brown

Re: Incorporation of N.M International, Inc. & **Mabru, Inc.**

800002133198--0
-04/03/97--01123--010
***122.50 ***122.50

DIVISION OF CORPORATIONS
STATE OF FLORIDA
97 MAR 31 11:09:05

Dear Ms. Brown

Please find enclosed the articles of incorporation of N.M International, Inc. & Mabru, Inc . Also enclosed two checks \$ 122.50 for the incorporation and a certified copy of the articles.

Thank you for your help on this matter.

Sincerely,



Patrick Vivies CPA

D. BROWN MAR 31 1997

ARTICLES OF INCORPORATION
OF
MABRU, INC.

SECRETARY FILED
DIVISION OF CORPORATIONS
97 MAR 21 11:05

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be Mabru, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is 7251 W. Palmetto Park Rd. Suite 200-A, Boca Raton, FL 33433

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock, par value \$ 1.00 per share.

ARTICLE IV PURPOSE

The Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Patrick Vivies,
721 S.E 17Th Street, Fort Lauderdale, Florida 33316.

ARTICLE VI INCORPORATOR

The name and street address of the incorporator to these Article of
Incorporation is:

Patrick Vivies
721 S.E 17Th Street,
Fort Lauderdale, Florida 33316

The Corporation shall have one (1) director initially. The number of
directors may be either increased or decreased from time to time as provided in
the Bylaws of the Corporation, but shall never be less than one (1). The name
and address of the initial Director and President is Alain Mabru,
Address: 7251 W. Palmetto Park Rd. Suite 200-A, Boca Raton, FL 33433

The undersigned has executed these Articles of Incorporation this 25Th
day of March, 1997

A handwritten signature in black ink, appearing to read 'Patrick Vivies', written over a horizontal line.

Patrick Vivies, Incorporator

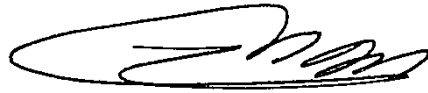
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 31 PM 9:06

CERTIFICATE DESIGNATING THE ADDRESS

AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named to accept service of process for Corporation, at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: March 25th, 1997



PATRICK VIVIES
Registered Agent