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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: KARAL INTERNATIONAL TRADING, INC.

AUDIT NUMBER.....H97000005784

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

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

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**ARTICLES OF INCORPORATION**

**Karal International Trading, Inc.**

**97 APR -9 AM 11:56**

**ARTICLE I**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**The name of this corporation shall be:**

**Karal International Trading, Inc.**

**ARTICLE II**

**This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.**

**ARTICLE III**

**The maximum number of shares of stock that this corporation is authorized to issue at any time is One Thousand Shares of \$1.00 Dollars, par value each.**

**ARTICLE IV**

**The shareholders of this corporation shall have preemptive rights to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.**

**Prepared by: Pedro L. Albemi, C.P.A.**

**Albemi & Albemi, P.A.  
4849 Ponce de Leon Blvd. #404  
Coral Gables, Florida 33146  
(305) 662-7272**

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The principal office of this corporation shall be located at 7915 East Drive, #2K North Bay Village, Florida 33141, with the corporation retaining the power of moving its office to any other address in Florida, as may from time to time to be determined and authorized by its Board of Directors, with branch offices in such other cities or countries as may from time to time be authorized by its Board of Directors.

#### ARTICLE VI

The initial registered office of this corporation shall be at 7915 East Drive, #2K, North Bay Village, Florida 33141. The initial registered agent at such address shall be ALEJANDRO CARDOZO.

#### ARTICLE VII

This corporation shall at all time have at least one Director who shall conduct the business of the corporation as a Board of Directors. The stockholders of this corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors or the corporation.

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ARTICLE VIII

The name and address of the members of the First Board of Directors who shall hold office until the first annual meeting of shareholders and or until their successors are elected and qualified or until their earlier resignation, removal from office or death, are:

**ALEJANDRO CARDOZO - 7915 East Drive, #2K, North Bay Village, Fl. 33141**

ARTICLE IX

The By-Laws of this corporation may be created, amended, changed or replaced by either the stockholders or the Directors of the corporation at any duly scheduled Special Meeting called for that purpose.

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IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 7th day of April, 1997.



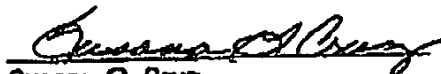
ALEJANDRO CARDOZO, President  
and Incorporator

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY, that on this the 7th day of April, 1997, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgements: ALEJANDRO CARDOZO, to me personally known, and known to be the person who executed the foregoing Articles of Incorporation, and acknowledge that she signed and executed the same for the use and purposes herein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, Dade County, Florida, the day and year above written.



Susana G. Cruz  
NOTARY PUBLIC, State of Florida  
at Large.

My Commission Expires:



SUSANA G. CRUZ  
My Commission OC405313  
Expires Oct. 30, 1998  
Bonded by HAI  
800-422-1333

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in  
compliance with said Act:

That **KARAL INTERNATIONAL TRADING, INC.**, desiring to organize under the  
laws of the State of Florida with its principal office, as indicated in the Articles of  
Incorporation at the City of North Bay Village, County of Dade, State of Florida, has  
named **ALEJANDRO CARDOZO**, 7915 East Drive, #2K, North Bay Village, County  
of Dade, State of Florida, as its agent to accept service of process within this state.

#### ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated  
corporation, at place designated in this certificate, I hereby accept to act in this  
capacity, and agree to comply with the provision of said Act relative to keeping open  
said office.

By:   
Alejandro Cardozo

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TALLAHASSEE, FLORIDA

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