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FedEx USA Airbill

Tracking
Number

4240552945

1 From (please print)

Date

4/28/97

Sender's FedEx Account Number 2099-4413-8

Sender's
Name

Phone

(954) 525-4480

Dept./Floor/Suite/Room

Company USA DIRECT CONSULT INC

Address 721 SE 17TH ST

City

FORT LAUDERDALE

State

FL

Zip

33316

2

Your Internal Billing Reference Information
(Optional) First 24 characters will appear on invoice

100002168121--7

-05/06/97--01105--036

*****70.00 *****70.00

FILED
97 APR 29 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER APR 30 1997

**ARTICLES OF INCORPORATION
OF
BEST MARK NOVELTIES INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE 1 NAME

The name of the corporation shall be: "Best Mark Novelties Inc."

ARTICLE 11 PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is:

721 S.E. 17th Street
Ft. Lauderdale, Fl. 33316

ARTICLE 111 CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is Five Thousand (5,000) shares of Common Stock, par value \$1.00 per share and Twenty Thousand (20,000) preferred and redeemable shares of non-voting Stock, with a par value of \$1.00 each.

May be paid for inproperty, labor, services or cash, at a just calculation to be fixed by the shareholder, all such stock shall be fully paid and non assessable.

ARTICLE 1V 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:

Claude Perron
721 S.E. 17th Street
Ft. Lauderdale, Fl. 33316

ARTICLE VI INCORPORATOR

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

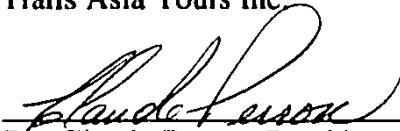
Trans Asia Tours Inc.
Claude Perron
721 S.E. 17th Street
Ft. Lauderdale, Fl. 33316

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 President, Secretary is: Claude Perron President, Secretary, he live at:

1435 Berlier
Laval, Quebec, Canada
H7L 3Z1

The undersigned has executed the Articles of Incorporation this 23 day of April, 1997.

Trans Asia Tours Inc



By: Claude Perron, President

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for Corporation, at 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: April 23, 1997.


Claude Perron
Registered Agent