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TO: DIVISION OF CORPORATIONS

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FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: SCHMITZ, TAYLOR & KRAFT INVESTMENT TRUST LAT

AUDIT NUMBER...... H97000007739

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

CERT. OF STATUS...0

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ARTICLES OF INCORPORATION

OF

SCHMITI, TAYLOR & KRAFT INVESTMENT TRUST LATIN AMERICAN DIVISION, INC 97 HAY 12 PH 2: 15

THE UNDERSIGNED INCORPORATOR FOR THE PURPOSE OF FORMING A CORPORATION, UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION

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THE NAME OF THE CORPORATION SHALL BE:

SCHMITZ, TAYLOR & RRAFT INVESTMENT TRUST LATIN AMERICAN DIVISION, INC.

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE 8282 NW 56TH STREET MIAMI FL 33166-4018

THE MAIN PURPOSE OF THIS CORPORATION IS: TO CONDUCT BUSSINESS AND IT MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITED UNDER THE LAW OF THE UNITED STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY, TERRITORY OR NATION.

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: 500 SHARES AT \$1.00 PAR VALUE.

THE EXISTANCE OF THIS CORPORATION IS PERPETUAL.

THE NAME AND STREET ADDRESS OF THE INITIAL OFFICERS AND DIRECTORS OF THIS CORPORATION, WHO SHALL HOLD OFFICE UNTIL THEIR SUCESSORS ARE ELECTED, IS:

SAMIRA ATALLAH
9911 NW 29TH STREET
MIAMI FL 33172-1076
PRESIDENT, SECRETARY, TREASURER

Duc prepaired by Teresa Taborda 10240 SW 56th St, Miami Fl 33156 (305) 598-5354

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THE NAME AND STREET ADDRESS OF THE INCORPORATOR OF THESE ARTICLES OF INCORPORATION IS:

SAMIRA ATALLAH 9911 NW 29TH STREET MIAMI FL 33172-1076

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 9TH DAY OF MAY 1997

STATE OF FLORIDA COUNTY OF DADE

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED AND SWORN TO BEFORE ME THIS 9TH DAY OF MAY 1997 BY SAMIRA ATALLAH OF SCHMITZ, TAYLOR & KRAFT INVESTMENT TRUST LATIN AMERICAN DIVISION, INC.

> GRAZIAT NOVARY BEAT ATERIAN YABIRTA NOTARY PUBLIC STATE OF FLORIDA COMMESSION NO. 02911923 OF CONTRARION DOLONE 210-7

TERESA TABORDA

NOTARY PUBLIC, STATE OF FLORIDA.

COMMISSION NO CC321929

MY COMMISSION EXP. OCT 2, 1997.

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## CERTIFICATE DESIGNATING REGISTERED AGENT/ REGISTERED OFFICE

PERSUANT TO THE PROVISION OF SECTION 607.325, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION UNDER THE LAW OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTER AGENT, IN THE STATE OF FLORIDA.

THE NAME OF THE CORPORATION IS:

SCHMITZ, TAYLOR & KRAFT INVESTMENT TRUST LATIN AMERICAN DIVISION, INC

THE NAME AND ADDRESS OF THE REGISTER AGENT IS:

SAMIRA ATALLAH 9911 NW 29TH STREET MIAMI FL 33172-1076

> SAMIRA ATAULAH PRESIDENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

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SAMIRA ATALIAH

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