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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: FERRO SALES, INC.

AUDIT NUMBER.....H97000008074

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

CERT. OF STATUS..0

PAGES..... 4

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TALLAHASSEE, FLORIDA

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(4)

ARTICLES OF INCORPORATION
OF

FERRO SALES, INC.

FILED
97 MAY 16 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation

ARTICLE I NAME

The name of the corporation shall be:

FERRO SALES, INC.

The principal place of business of this corporation shall be:

931 PLACETAS AVENUE
CORAL GABLES, FL 33146

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

7500 COMMON SHARES AT \$1

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

ANGEL AND AMELIE FERRO
931 PLACETAS AVENUE
CORAL GABLES, FL 33146

Prepared by:

Jose A. Riesco, CPA
2801 Ponce de Leon Blvd. #1000
Coral Gables, FL 33134
(305) 445-0777

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is(are): JACQUELINE AND AMELIE FERRO

ANGEL AND AMELIE FERRO
931 PLACETAS AVENUE
CORAL GABLES, FL 33146

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 12 day of MAY, 19 97.

signature(s) of incorporator(s)

James Fenn

STATE OF FLORIDA

COUNTY OF DADE

THE FOREGOING instrument was acknowledged and sworn to before me this
12 day of MAY, 1997 by ANGEL FERRO
 (name of incorporator(s))

of FERRO SALES, INC. (name of corporation)

Notary Public

(SEAL)

My Commission Expires:

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**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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:

FERRO SALES, INC.

2. The name and address of the registered agent and office is:

AMELIE FERRO

931 PLACETAS AVENUE

(P.O. BOX NOT ACCEPTABLE)

CORAL GABLES, FL 33146

(CITY/STATE/ZIP)

SIGNATURE _____

(Corporate Officer)

TITLE PRESIDENT

DATE _____

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE _____

(Registered Agent)

DATE _____

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TALLAHASSEE, FLORIDA