

B.A.C.A.S. INC.

Harbour Square, 4134 Gulf of Mexico Drive  
Suite 302, Longboat Key, Florida 34228

P97000044708

May 14, 1997

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find documentation for Magnus Derback of Madeco International Inc.

Would you please forward all correspondence and return the articles of incorporation to the above address.

Thank you for your assistance.

Sincerely,

Derick Coles.

Derick M. Coles  
President

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-05/19/97--01053--009  
\*\*\*\*122.50 \*\*\*\*122.50

MAY 20

BSB

Derick Coles GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Director  
DATE 5/20/97  
DOC. EXAM BSB

FILED  
97 MAY 19 PM 2:18  
TALLAHASSEE, FLORIDA  
STATE

Articles of Incorporation of: **Madeco International Inc.**

Article I Name: **Madeco International Inc.**

**FILED**  
97 MAY 19 PM 2:18  
TALLAHASSEE, FLORIDA

Article II Principal Office: **1223 S. W. 51st Street, Cape Coral, Florida 33914**

Article III Capital Stock: **The Corporation is authorized to have 10,000 shares of common stock with a par value of \$0.10 (ten cents) each.**

Article IV Terms of Existence: **The term for which the corporation shall exist shall be perpetual, commencing on the filing of these Articles with the Secretary of State, State of Florida.**

Article V Nature of business: **This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other State of the United States.**

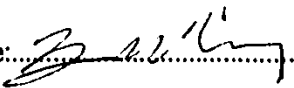
Article VI Name & Address of Incorporator (s): **Magnus Derback  
1223 S.W. 51st Street  
Cape Coral, Florida 33914**

Article VII Initial Board of Directors: **This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the initial Director of this corporation is:**

**Magnus Derback  
1223 S.W. 51st Street  
Cape Coral, Florida 33914**

The undersigned have executed these articles of incorporation this:

**13th May, 1997**

Signature:..........

Name: **Magnus Derback**

Title: **President.**

Certificate of Designation Registered Agent/Registered Office

The name of the Corporation is: **Madeco International Inc**

The name and address of the registered agent and office is: **Magnus Derback**  
**1223 S.W. 51st Street**  
**Cape Coral, Florida 33914**

Signature:  .....

Title: **President.**

Date: 05.13.97.

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TALLAHASSEE, FLORIDA

Acceptance of appointment as  
Registered Agent for  
**MADECO INTERNATIONAL INC.**

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

Signature:  .....

Name: **Magnus Derback**  
Title: **President**