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FAX #: (305)541-3770

NAME: LAUREATE IMPORTING, INC.

AUDIT NUMBER...... H97000008897

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

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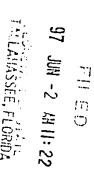
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 30, 1997

EMPIRE CORPORATE KIT

SUBJECT: LAUREATE IMPORTING, INC.

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Doris McDuffie Corporate Specialist Supervisor FAX Aud. #: H97000008897 Letter Number: 897A00029395 H97000008897

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JUN -2 AM II: 22 Chail/An an Shahir LAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF LAUREATE, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is LAUREATE, INC..

ARTICLE II - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

The general nature and purpose of the business to be transacted by this Corporation is:

a) to buy or otherwise acquire, own, hold, manage and control real and personal property of every description, including stock in any corporation, and to sell and convey, mortgage, pledge, lease or otherwise dispose of such property or any part thereof, and to lend money either upon or without security.

b) to include the transaction of any lawful business for which corporation may be incorporate under the General Corporation Act of Florida.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock at a par value of one dollar (\$1.00) a share.

ARTICLE V - REGISTERED AGENT

The Initial registered agent for this corporation is: RICHARD M. FERNANDEZ, ESQ., 11077 Biscayne Boulevard, Penthouse Suite, Miami, FL 33161.

ARTICLE VI - DIRECTORS

This corporation shall name as directors:

1) Edward L. Harkrader, 7246 NW 37th Avenue, Miami, FL 33147,

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Document Prepared By: Richard M. Fernandez, Esq. 11077 Biscayne Bivd., PH Suite Miami, FL 33161 (305) 093-7040 FL Bar # 0340693 H97000008897

The business of the corporation shall be managed by the directors.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator is: RICHARD M. FERNANDEZ, ESQ., 11077 Biscayne Boulevard, Penthouse Suite, Miami, FL 33161.

ARTICLE VIII - PRINCIPAL OFFICE
The principal office of this corporation will be located at: 7245 NW 37th Avenue, Miami, FL 33147.
Dated on this oind day of June, 1997 RICHARD M. FERNANDEZ, ESQ. Incorporator
STATE OF FLORIDA)
COUNTY OF DADE')
The foregoing instrument was acknowledged before me on this and day of home.
My Commission expires MRITHA I. MCGEE NO. CC329225 NO. CC329225 NO. CC329225 Personally Known or Type of Identification Produced
CONSENT OF REGISTERED AGENT
HAVING BEEN NAMED as registered agant for this corporation at the registrate office designated in the foregoing articles of incorporation, the indepsignal accepts the designation. **EICHARD M. FERNANDEZ ESQ.** 411A SSEE: 411A SSEE:

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

First - That LAUREATE, INC..., desiring to organize under the taws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 7245 NW 37th Avenue, Miami, FL 33147 has named RICHARD M. FERNANDEZ, ESQ., located at 11077 Biscayne Boulevard, Penthouse Suite, Miami, FL 33161, as its agent to accept service of process within the state.

Having been named to accept service of process for the above - - named Corporation at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comple with the provision of said Act relative to keeping open said offige.

RICHARD M. FERNANDEZ, EBO

Registered Agent

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