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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
PHONE: (305)599-0839

ACCT#: 071001002335

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NAME: MEGA INVESTMENT CORP.

AUDIT NUMBER.....H97000009107

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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**ARTICLES OF INCORPORATION**  
**OF**  
**MEGA INVESTMENT CORP.**

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: MEGA INVESTMENT CORP.

The principal place of business of this corporation shall be:

7525 West 20th Avenue Hialeah, Florida 33014

**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 value that this corporation is authorized to have outstanding at any one time is: 100 Shares at 1.00 Par Value. The Shareholders of this Corporation are:

1) Tamas Zafir 50% Of the Shares 2) S.A.N. Corporacion De Electrodomesticos S.A. 50% Of the Shares

**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):

PRESIDENT: Fausto Del Rosario 7525 W. 20th Ave.  
Hialeah, FL 33014

V/PRESIDENT: Tamas Zafir 7525 W. 20th Ave.  
Hialeah, FL 33014

Prepared by: Tamas Zafir  
7525 W. 20th Ave.  
Hialeah, FL 33014  
(305) 613-7888

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this articles of Incorporation is(are):

Tamas Zafir 7525 W. 20th Ave.  
Hialeah, Fl 33014

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 3rd day of June, 1997.

Signature(s) of Incorporator(s)



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**CERTIFICATE OF DESIGNATION**  
**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:

MEGA INVESTMENT CORP.

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

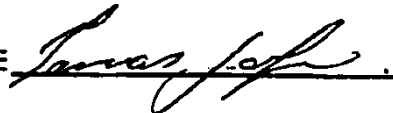
Tamas Zafir 7525 West 20th Ave.

(P.O. BOX NOT ACCEPTABLE)

Hialeah, Fl 33014

(CITY/STATE/ZIP)

SIGNATURE

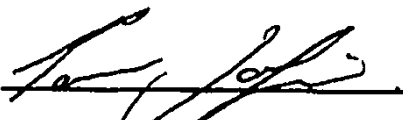


TITLE V/PRESIDENT

DATE 06/03/97

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.

SIGNATURE



DATE 06/03/97

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