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:0: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

ROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

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

FAX #: (305)541-3770

JAME: N & V CONCORD INTERNATIONAL, INC.

AUDIT NUMBER...... H97000012585

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

CERT. OF STATUS...0

PAGES..... 5

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ARTICLES OF INCORPORATION
OF

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N & V CONCORD INTERNATIONAL, INC.

ARTICLE I

CORPORATE NAME

The name and principal address and mailing address of the Corporation is:

N & V CONCORD INTERNATIONAL, INC. 3741 Sunny Isles Blvd., Suite 219 Miami, Florida 33160

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Thousand (1,000) shares of one class of common stock having a par value of One (\$1.00) Dollar per share.

PREPARED BY: USHER BRYN, E3Q. 2999 NE 191 STREET, PH 6 AVENTURA, FL 33180 FLA. BAR \$ 0475203 (305) 937-1308

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ARTICLE IV

PREEMPTIVE RIGHTS

All Shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

> OLGA FRIEDEBERG 3755 NE 167 Street, Suite 27 North Miami Beach, Florida 33160

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.

Registered Agent

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ARTICLE VI

INITIAL BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the corporation.

The name and address of the Initial Director who shall hold office until a successor has been chosen shall be:

OLGA FRIEDEBERG 3755 NE 167 Street, Suite 27 North Miami Beach, Florida 33160

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles is:

OLGA FRIEDEBERG 3755 NE 167 Street, Suite 27 North Miami Beach, Florida 33160

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this <u>30TH</u> day of <u>July</u>, 1997.

Olga Friedeherg OLGH FRIEDEBERG, Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 30TH day of JULY, 1997, by OLGA FRIEDEBERG, who is personally known to me or who has produced <u>FLORIDA DRIVER'S LICENSE</u> as identification.

Notary Public

My Commission Expires:

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SECKETANY OF STATE
SECKETANY OF STATE

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