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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG -4 AM 10:56

ALLTRADER BUSINESS SERVICE CORP.
2301 COLLINS AVE, STE M-105 A
MIAMI BEACH, FLA 33139

July 28, 1997

100002257301--7
-08/04/97--01172--014
***122.50 ***122.50

Secretary of State
Division of Corporations
409 East Gaines
Tallahassee , Fla 32399

Dear Sirs :

Enclosed find one original and a copy of the Articles of Incorporation of ALLTRADER BUSINESS SERVICE CORP. Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50 which includes the statutory filing fee.

Your assistance in establishing the corporation to be known as ALLTRADER BUSINESS SERVICE CORP. is greatly appreciated.

Respectfully,


Eduardo Perez
Registered Agent

RP
8-5-97

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ARTICLES OF INCORPORATION
OF
ALLTRADER BUSINESS SERVICE CORP.

ARTICLE I - NAME

The name of the corporation is ALLTRADER BUSINESS SERVICE CORP.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind , class or series as that which he already holds , shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this Corporation is 2301 Collins Ave, Ste M-105 A, Miami Beach, Fla 33139.

ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial registered agent for this corporation is Eduardo Perez at 2301 Collins Ave, Ste M-105 A, Miami Beach, Fla, 33139.

ARTICLE VIII - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of this Corporation is:

2301 Collins Ave, Ste M-105 A,
Miami Beach, Fla, 33139.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time , in accordance with the by-laws of the corporation , but shall never be less than one (1). The name and address of the initial directors of this corporation is:

NAME

ADDRESS

Eduardo Perez

2301 Collins Ave, Ste M-105 A
Miami Beach, Fla 33139

Maria M. Pereyra

2301 Collins Ave. Ste M-105 A
Miami Beach, Fla 33139

ARTICLE X - INCORPORATOR

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

Eduardo Perez
2301 Collins Ave, Ste M-105 A
Miami Beach, Fla 33139

ARTICLE XI - BY-LAWS

The power to adopt , alter , amend or repeal by-laws shall be vested in the Board of Directors.

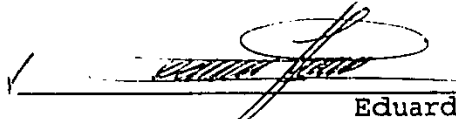
ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any officer or director , or any former officer or director , to the full extent permitted by law.

ARTICLE XIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation , or any amendment thereof , and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF , the undersigned subscriber has executed these Articles of Incorporation on this 28th day of July, 1997.



Eduardo Perez

STATE OF FLORIDA

COUNTY OF DADE

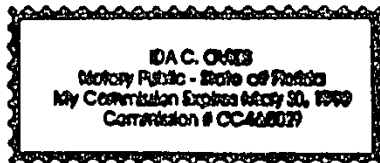
THE FOREGOING ARTICLES OF INCORPORATION were sworn to and acknowledged before me on this 28th day of July, 1997 , by Eduardo Perez.



Notary Public
State of Florida

✓ Personally known to me
(or I.D. shown).

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THE STATE , NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

ALLTRADER BUSINESS SERVICE CORP. desiring to
organize under the laws of the State of Florida , with its
principal offices as indicated in the Articles of Incorporation
has named Eduardo Perez at 2301 Collins Ave. Ste M-105 A, Miami
Beach, Fla 33139 as its agent to accept service of process within
the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-
named corporation , at the place designated in this Certificate ,
I hereby accept to act in that capacity , and agree to comply
with the provisions of said Act relative to keeping open said
office.

By: 

Eduardo Perez

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