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8/05/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS  
FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
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FAX #: (850)922-4001  
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NAME: TOUCAN-TRADING INT'L INC.  
AUDIT NUMBER.....H97000012810  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..1 PAGES..... 3  
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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**

TOUCAN-TRADING INT'L. INC.

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: TOUCAN-TRADING INT'L. INC.

The principal place of business of this corporation shall be:  
9600 N.W. 25th St., Suite 3E Miami, FL 33166

**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 \$ 1.00 par value

**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):

Linda Nunez 9600 N.W. 25th St., Suite 3E Miami, FL 33166

Jaime S. Suarez 9600 N.W. 25th St., Suite 3E Miami, FL 33166

Prepared by: Jaime Suarez  
9600 N.W. 25th St., Suite 3E  
Miami, FL 33166  
(305) 592-4443

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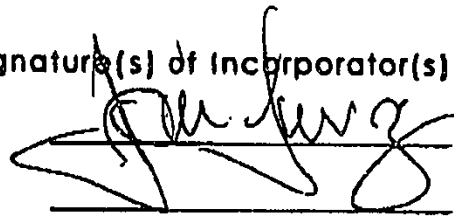
ARTICLE VI INCORPORATOR(S)

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

Jaime S. Suarez      9600 N.W. 25th St., Suite 3E Miami, FL 33166

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 5th day of August, 1997.

Signature(s) of Incorporator(s)



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\_\_\_\_\_

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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:

TOUCAN-TRADING INT'L. INC.

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

Jaime S. Suarez

(P.O. BOX NOT ACCEPTABLE)

9600 N.W. 25th St., Suite 3E Miami, FL 33166

(CITY/STATE/ZIP)

SIGNATURE

TITLE Director

DATE 8/5/97

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 8/5/97

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