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ACCOUNT NO. : 072100000032

REFERENCE : 501376 7105923

AUTHORIZATION :

COST LIMIT : \$ 123,000

Project

ORDER DATE : August 19, 1997

ORDER TIME : 11:01 AM

ORDER NO. : 501376-005

CUSTOMER NO: 7105923

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CUSTOMER: Ms. Rosario F. Carr
NELSON & LA FEMINA, P.A.

One Turnberry Place, 19495
Biscayne Blvd., Suite 609
North Miami Bea, FL 33180-2320

97 AUG 19 AM 8:27
FILED
IDA

DOMESTIC FILING

NAME: I.L. INDUSTRIES CORP.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION
OF
I.L. INDUSTRIES CORP.

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FLORIDA

ARTICLE I
NAME

The name of this corporation shall be:

I.L. INDUSTRIES CORP.

ARTICLE II
DURATION

This corporation shall commence its existence upon the filing of these Articles and shall continue until termination by the act of the directors or otherwise by law.

ARTICLE III
PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

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 at the price at which it is offered to others.

ARTICLE VI
PRINCIPAL OFFICE OF BUSINESS

The initial principal office and business address of this corporation are: 1430 N.W. 88th Avenue, Miami, Florida 33172.

ARTICLE VII
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered office of this corporation are: Rose M. LaFemina, Esq., Nelson & LaFemina, P.A., 19495 Biscayne Boulevard, Suite 609, Aventura, Florida 33180.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one.

The name of the Director is:

ISRAEL LAPCIUC

The address of the Director is: 1430 N.W. 88th Avenue, Miami, Florida 33172.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles as Sole Incorporator is Rose M. LaFemina, Esq., whose address is Nelson & LaFemina, P.A. 19495 Biscayne Boulevard, Suite 609, Aventura, Florida 33180.

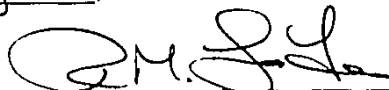
ARTICLE X
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE XI
AMENDMENTS

The right to amend or repeal any provision contained in these Articles of Incorporation is reserved to the Shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 18th day of August, 1997.

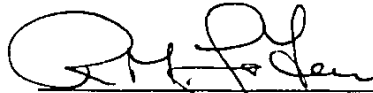


ROSE M. LAFEMINA, ESQ.
Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 15th DAY OF August, 1997.



ROSE M. LAFEMINA, ESQ.

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