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FILED
97 OCT 17 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 16, 1997

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

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-10/17/97--01077--013
*****122.50 *****122.50

Re: Mardo International Corporation

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is an additional copy of the Articles of Incorporation and a check for \$122.50 in payment of the filing fee and certified copy.

Please file accordingly and return the certified copy to the undersigned in the enclosed self-addressed stamped envelope. If you should have any questions, I can be reached at (305) 579-0371 from 9 a.m. to 5 p.m. Monday through Friday.

Very truly yours,

Evy S. Mardo
Evy S. Mardo

ESM/s
Enclosures

Evy Mardo GAVE
AUTHORIZATION BY PHONE TO
CORRECT *corp. suffix*
DATE *9/4*
DOC. EXAM. *9/4*

P. Hall
OCT 20 1997

H101A/28059.1

ARTICLES OF INCORPORATION

OF

MARDO INTERNATIONAL CORPORATION

FILED

97 OCT 17 PM 2:09

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned does hereby make and execute these Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act:

ARTICLE I

Name

The name of the corporation is:

MARDO INTERNATIONAL CORPORATION

ARTICLE II

Initial Principal Office

The street address of the initial principal office of the corporation shall be:

**3300 N.E. 191 Street, Suite 1714
Aventura, Florida 33180**

The board of directors of the corporation, or an officer of the corporation acting under the authority of the board of directors, is authorized to change the principal office of the corporation from time to time without amendment to these Articles of Incorporation.

ARTICLE III

Authorized Shares

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares of common stock. The par value of each such share shall be \$1.00 per share.

ARTICLE IV

Registered Office and Agent

The street address of the corporation's initial registered office is:

3300 N.E. 191 Street, Suite 1714
Aventura, Florida 33180

The name of the corporation's initial registered agent at that office is Evy S. Mardo.

ARTICLE V

Incorporator

The name and address of the incorporator are:

Evy S. Mardo
3300 N.E. 191 Street, Suite 1714
Aventura, Florida 33180

ARTICLE VI

Purpose and Powers

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act and under the laws of any jurisdiction in which the corporation may operate. The corporation shall have all lawful powers necessary or appropriate to conduct such business including, but not limited to, all corporate powers which corporations may have under the Florida Business Corporation Act.

ARTICLE VII

Board of Directors

The number of directors constituting the initial board of directors is one. Thereafter, the number of directors shall be as provided in the bylaws. The name and address of each individual who is to serve as a member of the initial board of directors are:


Avraham Mardo

3300 N.E. 191 Street, Suite 1714
Aventura, FL 33180

Evy S. Mardo

3300 N.E. 191 Street, Suite 1714
Aventura, FL 33180

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 15th day of October, 1997.




Evy S. Mardo
Incorporator

Acceptance By Registered Agent

The undersigned hereby accepts the appointment as registered agent of MARDO CORPORATION and agrees to comply with the provisions of the laws of Florida, including section 48.091, Florida Statutes, providing for the keeping open of the registered office for service of process.

The undersigned is familiar with, and accepts, the obligations of the position of registered agent.

Dated: October 15, 1997.



Evy S. Mardo
Registered Agent