

P9700090787

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: FAP MARKETING GROUP INC.
(Proposed corporate name - must include suffix)

900002324909--8
-10/20/97--01167--008
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: FRANCISCO A. PATIN
Name (Printed or typed)

1000 PONCE DE LEON BLVD. SUITE #307
Address

ORAL GABLES, FLORIDA 33134
City, State & Zip

(305) 576-2835
Daytime Telephone number

FILED
97 OCT 20 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Nadeau OCT 22 1997

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1-NAME

The name of the Corporation is
F A P MARKETING GROUP INC.

ARTICLE 2-PURPOSE OF CORPORATION

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3-PRINCIPAL OFFICE

The address of the principal office of this Corporation is:

1000 PONCE DE LEON BLV. SUITE # 307
CORAL GABLES, FLORIDA 33134

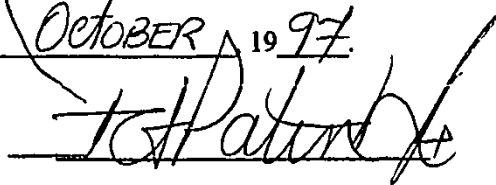
ARTICLE 4-INCORPORATOR

The name and street address of the incorporator of this Corporation is:

FRANCISCO A. PATIN
1000 PONCE DE LEON BLVD. SUITE # 307
CORAL GABLES, FLORIDA 33134

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

17 day of OCTOBER 19 97.



ARTICLE 5-OFFICERS

The officers of the Corporation shall be:

President: FRANCISCO A. PATIN

ARTICLE 6-DIRECTOR(S)

The Director(s) of the Corporation shall be:

FRANCISCO A. PATIN

ARTICLE 7-SHARES

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

100 SHARES AT \$ 1.00 PAR VALUE

ARTICLE 8-REGISTERED OWNERS

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 9-EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 10-AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, 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 is:

F A P MARKETING GROUP INC.

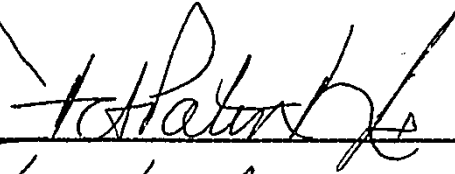
2. The name and address of the registered agent and office is:

**FRANCISCO A. PATIN
1000 PONCE DE LEON BLVD. SUITE # 307
MIAMI, FLORIDA 33134**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE

10/17/97

**TRADERS CORPORATION OF SOUTH FLORIDA., INC.
3701 N. MIAMI AVE
MIAMI, FLORIDA 33137
(305) 576-2835**