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Law Offices
MONTERO, FINIZIO, VELASQUEZ AND WEISSING, P.A.

200 SOUTHEAST NINTH STREET
FORT LAUDERDALE, FLORIDA 33316

Hiram M. Montero*
Paul G. Finizio
Carlos A. Velasquez
Matthew D. Weissing

BROWARD (954) 767-6500

BOCA (561) 998-9467

FAX (954) 766-2690

E-Mail mfvw@worldnet.att.net

Website <http://www.monterofinizio.com>

Jamie J. Finizio - Bascombe
Edward Montoya
Carlos J. Reyes
Mara Shlackman
Rose J. Spano
Desirée Steuerwald-Mora

Abraham I. Harkavy**
of Counsel

*Member of Florida
and Illinois Bar

**Admitted in
New Jersey

PLEASE REPLY TO
FT. LAUDERDALE OFFICE

November 14, 1997

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Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32399

Dear Sir:

Enclosed please find check #32646 for the certified filing fee of Martinez Laboratory Exports, Inc. Please return the certified copy to our office in the enclosed stamped, self-addressed envelope provided.

Thanks!

Very truly yours,

Allison Velazquez
Allison Velazquez
Legal Assistant

acv

Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 18 PM 1:34

11-21-97
WS

ARTICLES OF INCORPORATION

OF

MARTINEZ LABORATORY EXPORTS, INC.

The undersigned, acting as Incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, and other laws of the State of Florida hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is MARTINEZ LABORATORY EXPORTS, INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence, effective November 14, 1997.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which this Corporation may be incorporated under the laws of the State of Florida.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE IV

CAPITAL STOCK

The maximum number of shares the Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 200 S.E. 9th Street, Fort Lauderdale, Florida 33316, and the name of the initial Registered Agent of the Corporation at that address is Carlos J. Reyes, Esq. of Montero, Finizio, Velasquez & Weissing, P.A..

ARTICLE VI

INITIAL CORPORATE OFFICE

The street address of the initial corporate office is 96 S.E. 1st Street, Miami, FL 33145.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The

number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Enrique Martinez	2965 S.W. 16 th Street Miami, FL 33145

ARTICLE VIII

INCORPORATOR

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

Carlos J. Reyes, Esq.
200 S.E. 9th Street
Fort Lauderdale, FL 33316

ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation can be made.


IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation this 14th day of November, 1997.

Carlos J. Reyes
Carlos J. Reyes
Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, authorized to take
acknowledgements in the State and County set forth above,
personally appeared Carlos J. Reyes, known to be and known by me
to be the person who executed the foregoing Articles of
Incorporation, and he acknowledged before me that he executed these
Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal in the State and County aforesaid, this 14th day
of November, 1997.

 Allison Velazquez
My Commission: CC689831
Expires October 19, 2001

Allison Velazquez
Name: Allison Velazquez
Commission No.: CC689831
Notary Public
State of Florida at Large

My commission Expires:

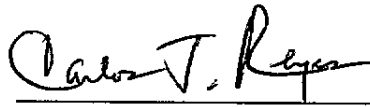
10/19/01

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of MARTINEZ LABORATORY EXPORTS, INC., as made in the foregoing Articles of Incorporation. I hereby am familiar with and accept the duties and responsibilities of Resident Registered Agent for said corporation.

Date: 11/14/97

By:



CARLOS J. REYES
Registered Agent

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

Pursuant to Section 48.091, Florida Statutes, the following is submitted in compliance therewith:

That MARTINEZ LABORATORY EXPORTS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation, in the County of Broward, State of Florida, has named Carlos J. Reyes, of 200 S.E. 9th Street, Fort Lauderdale, Florida 33316, as agent to receive service of process within this State.

ACKNOWLEDGEMENT:

Having been named to receive Service of Process for the above-named Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and to agree to comply with the provision of said Act relative to keeping open said office.


CARLOS J. REYES

CJR\ALLFORMS\CORP\MARTNLAB

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