

TRANSMITTAL LETTER

P97000100455

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

POLAR BAG U.S.A., INC.

SUBJECT: _____
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$____122.50____.

400002355684--4
-11/24/97--01126--003
***122.50 ***122.50

SUZY ZINNO

FROM:

Name (printed or typed)
1021 SOUTH PARKWAY ROAD

Address
HOLLYWOOD FL 33021

City, State, & Zip
(__954__)____894-6124____
Telephone Number

97 NOV 24 AM 8:56

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Note: Please provide the original and one copy of the Articles.

RP
11-26-97

ARTICLES OF INCORPORATION

OF

POLAR BAG U.S.A., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 NOV 24 AM 8:56

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

POLAR BAG U.S.A., INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1021 SOUTH PARKWAY ROAD
HOLLYWOOD FL 33021

ARTICLE III SHARES

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

500

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

SUZY ZINNO
1021 SOUTH PARKWAY ROAD
HOLLYWOOD FL 33021

ARTICLE V INCORPORATOR(S)

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

SUZY ZINNO
1021 SOUTH PARKWAY ROAD
HOLLYWOOD FL 33021

MARC GERARD AMMAR
1021 SOUTH PARKWAY ROAD
HOLLYWOOD FL 33021

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 11 FIFTEENTH 18 day of 1997 NOVEMBER, 19 97.

X S. Zinno
Signature SUZY ZINNO
X M. G. Ammar
Signature MARC G AMMAR

Signature

Articles of Incorporation
Filing Fee - \$35

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE 97 NOV 24 AM 8:56

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: _____

POLAR BAG U.S.A., INC.

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

SUZY ZINNO

(NAME)

1021 SOUTH PARKWAY ROAD

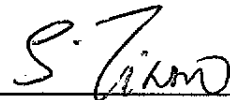
(P.O. BOX NOT ACCEPTABLE)

HOLLYWOOD FL 33021

(CITY/STATE/ZIP)

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 X



SUZY ZINNO

11-15-97

DATE