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MIAMI OFFICE

PAGE 01

12/08/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS

12-8-97

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: JOHANN ~~SECRET~~

Gy Kurda

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: ARKRAFT INTERNATIONAL, INC.

AUDIT NUMBER:.....H97000020188

DOC TYPE:.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES.....4

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ARTICLES OF INCORPORATION

EFFECTIVE DATE

12-8-97

Article I. Name

The name of this Florida corporation is:
Arkraft International, Inc.

Article II. Address

The mailing address of the Corporation is:
Arkraft International, Inc.
3121 Village Boulevard, #108
West Palm Beach FL 33409

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Harold E. Sells
3121 Village Boulevard, #108
West Palm Beach FL 33409

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Harold E. Sells

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

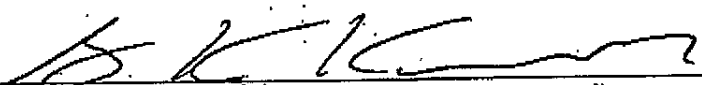
Article VI. Incorporator

The name and address of the incorporator is:
Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on December 8, 1997.

The undersigned incorporator executed these Articles of Incorporation on December 8, 1997.


CORPORATE CREATIONS INTERNATIONAL INC.
Greg K. Kuroda Vice President

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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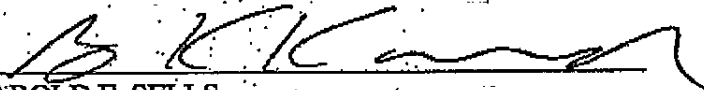
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE****CORPORATION:**

Arkraft International, Inc.

REGISTERED AGENT/OFFICE:

Harold E. Sells
3121 Village Boulevard, #108
West Palm Beach FL 33409

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



HAROLD E. SELLS

by G. K. Kuroda as attorney-in-fact

Date: December 8, 1997

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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