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Law Offices of

Orlando J. Buch

1975 East Sunrise Boulevard,

Suite #522

Fort Lauderdale, Florida 33304

Telephone: (954) 462-4120 / Facsimile: (954) 462-2960

December 4, 1997

EFFECTIVE DATE

12-1-97

Secretary of State
Division of Corporations
409 East Gains Street
Tallahassee, FL 32399

200002364002--0

-12/05/97--01025--001

*****110.00 *****110.00

200002364002--0

-12/05/97--01025--002

*****12.00 *****12.00

200002364002--0

-12/05/97--01025--003

*****0.50 *****0.50

Re: Incorporation of EAGLE AMERICAN TRADING.

To Whom It May Concern:

Enclosed please find three money orders totaling \$122.50 and two copies (one original and a copy) of the Articles of Incorporation of Eagle American Trading, Corp, to be filed. Please return to us the extra copy Certified.

Please expedite this process, as it is essential for this company to begin operations before the Holidays. Thank you very much.

If you need any additional information, please do not hesitate to call me at the above number.

Very truly yours,

OJB

Orlando J. Buch

FILED
97 DEC -5 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 12/9/97

EFFECTIVE DATE
12-1-97

ARTICLES OF INCORPORATION
OF
EAGLE AMERICAN TRADING, CORP.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The Designated Name of the Corporation shall be: Eagle American Trading, Corp.

ARTICLE II

The nature of the business to be transacted by the corporation and its objects and powers shall be as follows:

To engage in any activity or business permitted under the laws of the United States and of the State of Florida, and primarily to engage in the import-export business.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of authorized capital stock of this Corporation shall be One Thousand (1000) shares of common stock with a nominal or par value of \$5.00 per share. The number of shares shall be based on percentage of ownership in the corporation.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than One-Thousand (\$1000.00) Dollars.

ARTICLE V

PERCENTAGE OF OWNERSHIP IN THE CORPORATION

Percentage of Ownership in the Corporation is as follows: (1) Gabor Nezner shall own fifty percent interest in the corporation; (2) Istvan Csernak shall own forty percent interest of the corporation and (3) Jerome Mau shall own ten percent interest in the corporation.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is Eagle American Trading, Corp. 430 South Park Road, Suite #203, Hollywood, FL 33021. The initial registered Agent of this Corporation is Gabor Nezner.

ARTICLE VII

The term for which this Corporation shall exist shall be perpetual.

ARTICLE VIII

The initial principal office of the Corporation shall be at Eagle American Trading, Co., 430 South Park Road, Suite #203, Hollywood, FL 33021. This Corporation may have such other places of business in the State of Florida as the nature and progress of the business of the Corporation shall, from time to time, render necessary and/or desirable. The Board of Directors may, from time to time, move the principal office to any other address or place in Florida. Said Corporation shall have the power to conduct its business outside the State of Florida or in any or all of the several States and Territories of the United States, including the District of Columbia, and in any or all foreign countries and may have one or more offices in any of said places.

ARTICLE IX

DIRECTORS

The numbers of Directors shall be at least one and the first Board of Directors of the Corporation shall be comprised of the following named persons:

NAME	ADDRESS
1) Gabor Nezner	430 South Park Road, Suite #203, Hollywood, FL 33021
2) Istvan Csernak	430 South Park Road, Suite #203, Hollywood, FL 33021

3) Jerome Mau

430 South Park Road, Suite #203,
Hollywood, FL 33021

ARTICLE X

INCORPORATORS

The names and street addresses of the Incorporators are listed below and he shall until the election of any successive Board of Directors, who is to conduct the business of the organizational meeting is:

1) Gabor Nezner

430 South Park Road, Suite #203,
Hollywood, FL 33021

2) Istvan Csernak

430 South Park Road, Suite #203,
Hollywood, FL 33021

3) Jerome Mau

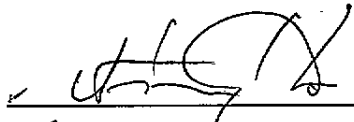
430 South Park Road, Suite #203,
Hollywood, FL 33021

ARTICLE XI

EFFECTIVE DATE

The effective date of the incorporation shall be as of 21 December, November, 1997.

IN WITNESS THEREOF, the subscribing stockholder who is personally known to me has hereunto set his hand and seal and caused these Articles of Incorporation to be executed this 25, November, 1997.



Gabor Nezner

STATE OF FLORIDA)
)SS.
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared Gabor Nezner, to me well known to be the person who executed the foregoing Articles of

Incorporation, and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS THEREOF, I have hereunto subscribed my name and affixed my seal of office this

Gabor Nezner

Orlando J. Buch
Notary Public, State of Florida

My Commission Expires: 6/28/98



BEFORE ME, the undersigned authority, this day personally appeared Gabor Nezner, to me well known to be the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS THEREOF, I have hereunto subscribed my name and affixed my seal of office this

Istvan Csernak

Orlando J. Buch
Notary Public, State of Florida

My Commission Expires: 6/28/98



BEFORE ME, the undersigned authority, this day personally appeared Jerome Mau, to me well known to be the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS THEREOF, I have hereunto subscribed my name and affixed my seal of office this

Jerome Mau

Orlando J. Buch
Notary Public, State of Florida

My Commission Expires: 6/28/98



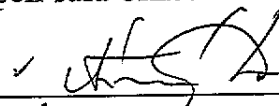
OFFICIAL NOTARY SEAL
ORLANDO J. BUCH
MY COMM. EXP. 6/28/98

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Eagle American Trading, Co. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Hollywood, County of Broward, State of Florida, has named Gabor Nezner, Eagle American Trading Co., 430 South Park Road, Suite #203, Hollywood, FL 33021.

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept to act in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Gabor Nezner
Registered Agent

FILED
97 DEC -5 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA