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January 5, 1998

Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301-2412

EFFECTIVE DATE
1-6-98

Re: Trans-Pacific Marketing, Inc.
Our File No. 5167.2

FILED
98 JAN - 6 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear sir or madam:

Enclosed for filing are Articles of Incorporation and Certificate Designating Place of Business or Domicile for the Service of Process within Florida, Naming Agent upon Whom Service May Be Served for the above-referenced corporation, together with a check in the amount of \$122.50 representing the following fees:

Filing fee for Articles of Incorporation	\$ 35.00
Filing fee for Designation of Registered Agent	35.00
Certified Copy of Documents presented	<u>52.50</u>
Total:	\$122.50

Please return the certified copies to me in the enclosed, stamped, self-addressed envelope.

Thank you for your attention to this matter.

Sincerely,

Franklin G. Callas

Franklin G. Callas

FGC:ss
Enclosures
VIA FEDERAL EXPRESS

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****122.50 ****122.50

OB
1-7-98

ARTICLES OF INCORPORATION
OF
TRANS-PACIFIC MARKETING, INC.

EFFECTIVE DATE
1-6-98

FILED
98 JAN -6 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is TRANS-PACIFIC MARKETING, INC.

Article II - Duration

The term for which this corporation shall exist shall be perpetual and its existence shall begin on January 6, 1998.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 10,000 shares of stock.

Article V - Amendments

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article VI - Initial Registered Office & Agent

The street address of the initial registered office of this corporation is 251 Royal Palm Way, Suite 602, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Franklin G. Callas.

Article VII - Principal Place of Business

The street address of the principal place of business of this corporation is 125 Lake Dora Drive, West Palm Beach, Florida 33411.

Article VIII - Incorporator

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

Ronald M. Siani
125 Lake Dora Drive
West Palm Beach, Florida 33411

Article IX - Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Article X - Action by Directors without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

Article XI - Shareholders' Meeting

Except as may be otherwise in the By-Laws, any annual or other meeting of the shareholders may be held within or without the State and any shareholder may waive notice of any meeting either before or after the meeting.

Article XII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5th day of January, 1998.

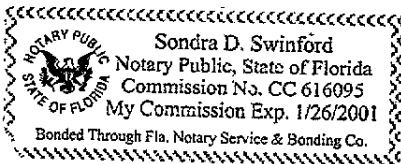
Ronald M. Siani
Ronald M. Siani, Subscriber

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument, Articles of Incorporation, was acknowledged before me this 5th day of January, 1998, by Ronald M. Siani,

 who is personally known to me, or
✓ who has produced Florida Driver's License
as identification.



Sondra D. Swinford
SONDRA D. SWINFORD, Notary Public
My Commission Expires: 1/26/01
My Commission Number: CC616095

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

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST THAT: TRANS-PACIFIC MARKETING, INC., desiring to organize
or qualify under the laws of the State of Florida, with its principal place of
business at 125 Lake Dora Drive, West Palm Beach, Florida 33411, has named
Franklin G. Callas, located at 251 Royal Palm Way, Suite 602, Palm Beach,
Florida 33480, as its agent to accept service of process within Florida.

SIGNATURE:


Ronald M. Siani

TITLE:

Incorporator

DATE:

January 5, 1998

FILED
98 JAN -6 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.



Franklin G. Callas

DATE: January 5, 1998