Charter Number Only 267-8996 **CORPORATION(S) NAME**) Profit () Merger () Amendment) NonProfit () Mark () Dissolution) Foreign () Other) Annual Report) Limited Partnership) Change of Registered Agent) Reservation) Reinstatement () Certificate Under Seal) Photo Copies) Certified Copy () After 4:30) Call If Problem A Call When Ready () Mail Out () Will Wait Pick Up) Walk in Availability Document Examinar Updater Verifier K. Rolfe JAN Acknowledgment **DEC** 2 3 1997

K. Rolf€

W.P. Verifier

CR2E031 (R8-85)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 23, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: MUNCH-EDELSTAHL, INC.

Ref. Number: W97000028561

We have received your document for MUNCH-EDELSTAHL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 997A00060211

98 JAN -9 AM 9: 34
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION OF MUNCH-EDELSTAHL, INC.

THE UNDERSIGNED, have executed the following document as incorporators of the above named corporation, a corporation organized under the laws of the State of Florida and all rights duties and obligations of the undersigned as incorporators, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be:

MUNCH-EDELSTAHL, INC.

ARTICLE II

This Corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

This Corporation may engage or transact in any and all lawful activities or business permitted under the laws of the United States, State of Florida or any other state, country, territory or nation.

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total of 100 shares, having an individual par value of \$30.00 each, and shall be only common class of stock on this corporation.

PREPARED BY:

CARLOS GRANIZO ACCOUNTANT 7171 Coral Way Suite,317 Miami, Florida 33155



ARTICLE V

The name and address of the initial registered agent, registered office, and principal office of this corporation shall be:

ROBERTO YULEE 1470 N.W.107th Avenue Suite-H Miami, Florida 33172-2734

ARTICLE VI

The initial Board of Directors shall consist of one person and the name of the person who is to serve as initial Director is:

JORDANA CHEING 10050 N.W. 44th Terrace Suite,105 Miami, Florida 33178-3330 PRESIDENT/SECRETARY TREASURER

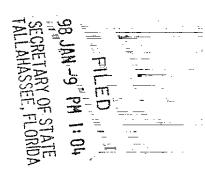
ARTICLE VII

The name and address of the incorporator executing these Articles of Incorporation is:

JORDANA CHEING 10050 N.W. 44th Terrace Suite,105 Miami,Florida 33178-3330

IN WITNESS WHEREOF, The undersigned incorporator has executed these Articles of Incorporation this 16th day of December, 1997.

JORDANA CHEING



In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

MUNCH-EDELSTAHL, INC. First-That ' (Name of Corporation)

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 Miami, County of Dade State of ROBERTO YULEE Florida has named (Name of Register Agent)

located at 1470 N.W. 107th Avenue Suite, H Miami, Florida 33172-2734 (Street address and number of building, Post Office Box address not acceptable)

City of MIAMI, County of DADE, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

Signature

Register Agent