

M. TACHIBANA, C.P.A., P.A.

MEMBER - AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS • FLORIDA INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

P980000004245

January 7, 1998

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

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-01/12/98--01123--019
****122.50 ****122.50

Enclosed please find Articles of Incorporation for MARKETING CONCEPTS ASIA, INC., and a check in the amount of \$ 122.50 for the filing of these articles. Please file these articles with an effective date of January 6, 1998.

Please file these articles and return the certified copy to me at my office:

EFFECTIVE DATE
1-6-98

M. Tachibana, C.P.A., P.A.
1000 Quayside Terr. # 1608
Miami Beach, FL 33138

Sincerely,

M. Tachibana (NT)
M. Tachibana, C.P.A., P.A.

FILED
98 JAN 12 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Done
1/14/98

ARTICLES OF INCORPORATION
OF
MARKETING CONCEPTS ASIA, INC.

98 JAN 12 PM 1:35
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is MARKETING CONCEPTS ASIA, INC. The mailing address of the corporation is 1000 Quayside Terrace # 1608, Miami, Florida 33138.

ARTICLES II - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of Florida and the United States.

EFFECTIVE DATE
1-16-98

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value Common Stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which she already holds, shall have the right to purchase her pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1000 Quayside Terrace # 1608, Miami, Florida 33138 and the name of the initial registered agent of this corporation at this address is Mitsukazu Tachibana, CPA.

ARTICLES VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and address of the initial director of this corporation is:

Patricia M. Coleman -Nameishi
1000 Quayside Terrace # 1608
Miami, Florida 33138

ARTICLE VIII - INCORPORATOR

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

Patricia M. Coleman -Nameishi
1000 Quayside Terrace # 1608
Miami, Florida 33138

ARTICLE IX - AMENDMENT

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.

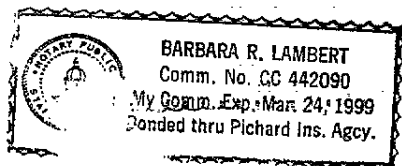
In witness whereof, the undersigned subscribed have executed these Articles of Incorporation on 6 JANUARY, 1998.

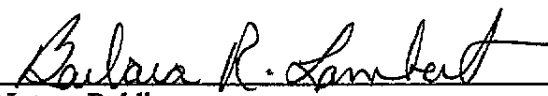

Patricia M. Coleman -Nameishi

State of Florida)
) ss
County of Broward)

Before me, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Patricia M. Coleman -Nameishi known to me and known by me to be the persons who executed the foregoing Articles of Incorporation.

In Witness whereof, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on 6 JANUARY, 1998.

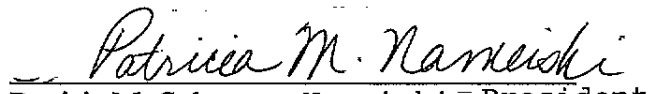



Notary Public
State of Florida

**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 MARKETING CONCEPTS ASIA, INC. 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 Florida, has named
Mitsukazu Tachibana located at 1000 Quayside Terrace # 1608, Miami, Florida 33138 as
its agent to accept service of process within this state.


Praticia M. Coleman, -Nameishi, President
6 JANUARY, 1998

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above
stated corporation, at the 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.


Mitsukazu Tachibana
6 JANUARY, 1998

FILED
98 JAN 12 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA