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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: JAV INTERNATIONAL, INC.

AUDIT NUMBER.....H98000001701

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

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 27, 1998

EMPIRE CORPORATE KIT

SUBJECT: JAV INTERNATIONAL, INC.  
REF: W98000001804

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

FAX And. #: E98000001701  
Letter Number: 998A00004416

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ARTICLES OF INCORPORATION  
OF  
ARTICLE I.

NAME

The Name of the Corporation is, JAV TRADE, INC.

ARTICLE II.

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of state

ARTICLE III.

PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State

Prepared by: Michael A. Bander, Esq.  
444 Brickell Ave. Suite 300  
Miami, Florida 33131  
FL. Bar # 17-196-7  
Phone: 305 358-5800

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**ARTICLE IV**

**AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of common stock with par value of \$1.00 each.

**ARTICLE V**

**PREEMPTIVE RIGHTS DENIED**

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

**ARTICLE VI**

**PRINCIPLE OFFICE**

The principal office of the Corporation is 444 Brickell Avenue; Suite 300; Miami, Florida 33131.

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**ARTICLE VII**

**REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation: Alberto Ruben Koulaksezian: 444 Brickell Ave. Suite 300: Miami, Florida.

**ARTICLE VIII**

**DIRECTORS**

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the first Board of Directors who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

Alberto Ruben Koulaksezian	President
Jorge Augusto Vives	Vice-President
Jorge Alberto Vives	Treasurer

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ARTICLE IX

INCORPORATOR

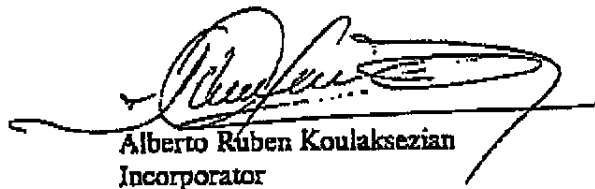
The name and address of the incorporator is: Alberto Koulaksezian; 444 Brickell Ave, Suite 300; Miami, Florida 33131.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, of the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this 22th day of January, 1998.

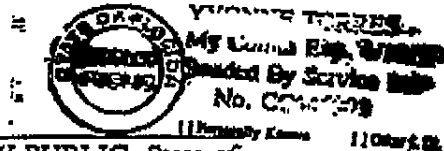
  
Alberto Ruben Koulaksezian  
Incorporator

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STATE OF FLORIDA)  
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Alberto Koulaksezian, and well known to me to be the person who executed the foregoing instrument and acknowledged before me that she executed the same freely and voluntarily for the uses and purposes therein set forth and expressed. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my office seal on this 22 January 1998.



NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:

*June 1998*

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## CERTIFICATE OF DESIGNATION

## REGISTERED AGENT/REGISTERED OFFICE

Pursuant the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: JAV TRADE, Inc
2. The name and address of the Registered Agent and office is: Alberto Koulaksezian: 444 Brickell Ave. Suite 300; Miami, Florida 33131

SIGNATURE:

  
President

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