000027012



ACCOUNT NO. : 07210000032

REFERENCE: 751231

AUTHORIZATION : '

COST LIMIT : \$ 70.00

ORDER DATE: March 23, 1998

ORDER TIME : 2:46 PM

ORDER NO. : 751231-025

CUSTOMER NO: 7133258

CUSTOMER: Mr. Adlai Souirgi

MR. ADLAI SOUIRGI

Suite 1100

239 West 39th Street New York, NY 10018

800002465808---

DOMESTIC FILING

NAME:

AFRICARD, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

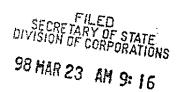
_ CERTIFIED COPY

PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

AFRICARD, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AFRICARD, INC.

The address of the principal office of this corporation shall be 239 West 39th Street, Suite 1100, New York, New York 10018 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

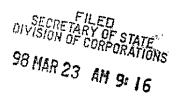
ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are: 239 West 39th Street, Suite 1100, Betty Gill

New York, New York 10018



ARTICLE VII, INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on March 23, 1998.

Meleorah W. Skipper It's Agent, Deborah D. Skipper Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

It's Agent, Deborah D. Skipper
Authorized Service Representative
Corporation Service Company

KLL/STACY L EARNEST