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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: ROYAL OCEAN TRADING LIMITED INC.

AUDIT NUMBER.....H98000007014

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 14, 1998

FAS-T CORP AGENTS INC

SUBJECT: ROYAL OCEAN TRADING LTD INC.
REF: W98000008277

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

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

The electronically submitted document must also include the preparer's telephone number in the lower left hand corner.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: E98000007014
Letter Number: 398A00019788

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ROYAL OCEAN TRADING LIMITED INC.

The principal place of business and mailing address of this corporation shall be:

1825 Ponce de Leon Blvd. Suite 451, Miami, Florida 33134

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES \$ 1.00 PER VALUE

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:

Hispan American Services Inc.
1889 W. Flagler St.
Miami, FL 33135 (305) 541-1040

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TALLAHASSEE FLORIDA

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected,

**Mike Gomez
1825 Ponce de Leon Blvd. Suite 451
Miami, FL 33134**

ARTICLE VI INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) to these articles of incorporation is(are):

**Mike Gomez
1825 Ponce de Leon Blvd. Suite 451
Miami, FL 33134**

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 06 day of April , 1998


Signature(s) of Incorporator(s)



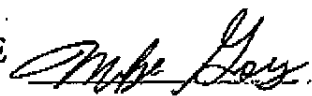
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

1. The name of the corporation _____
ROYAL OCEAN TRADING LIMITED, INC.
2. The name and address of the registered agent and office is:
Mike Gomez
1825 Ponce de Leon Blvd. Suite 451, Miami, FL 33134
(P.O. BOX NOT ACCEPTABLE)
(ADDRESS OFFICE)

SIGNATURE 
(corporate officer)
TITLE President
DATE 04/09/98

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 
DATE 04/09/98