

Robert E. Stucker

Attorney at Law

10040 S.W. 199 Street

Miami, Florida 33157

Phone (305) 253-8594

May 29, 1998

P980000049438

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

100002542951--4
-06/01/98--01126--015
****122.50 ****122.50

Re: Articles of Incorporation
INTERNATIONAL FACTORS, INC.

Gentlemen:

Enclosed please find the original and one copy of the proposed Articles of Incorporation of the above captioned new Florida for profit corporation. Please process accordingly and forward the Certificate of Incorporation to the undersigned at the above address.

A check in the amount of \$122.50 is also enclosed for the incorporation fee.

Thank you.

Sincerely,

Robert E. Stucker

RES/sr
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -1 AM 9:36

EP
6/03/98

ARTICLES OF INCORPORATION
OF
INTERNATIONAL FACTORS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -1 AM 9:37

ARTICLE I

The name of this Corporation is:

INTERNATIONAL FACTORS, INC.

ARTICLE II

The address of the principal office, and the mailing address,
of this Corporation shall be:

7259 S.W. 100th Street
Miami, Florida 33156

ARTICLE III

The purpose of this Corporation is to engage in any activities
or business permitted under the laws of the United States and the
State of Florida.

ARTICLE IV

The maximum number of shares which this Corporation is
authorized to have outstanding at any time is One Thousand (1,000)
shares of common stock having a par value of One (\$1.00) Dollar
per share.

ARTICLE V

The initial registered office of this Corporation shall be
10040 S.W. 199th Street, Miami, Florida 33157, and the initial
registered agent of this Corporation at such office shall be
Robert E. Stucker, who, upon accepting this designation, agrees to
comply with the provisions of Section 48.091, Florida Statutes, as
amended from time to time, with respect to keeping an office open
for service of process.

ARTICLE VI

The initial Board of Directors shall consist of one (1)
member. The name and address of the director constituting the
initial Board of Directors is:

ROBERT CHAVES

7259 S.W. 100th Street
Miami, Florida 33156

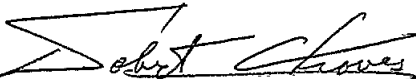
ARTICLE VII

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

ROBERT CHAVES

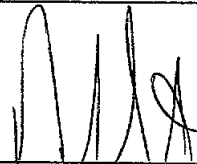
7259 S.W. 100th Street
Miami, Florida 33156

IN WITNESS WHEREOF, I have hereunto set my hand and seal at
Miami, Miami-Dade County, Florida this 29th day of May, 1998.

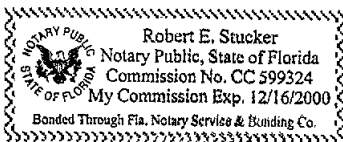

Robert Chaves, Incorporator [LS]

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

The foregoing Articles of Incorporation of INTERNATIONAL
FACTORS, INC., were acknowledged before me by Robert Chaves, as
Incorporator, who is personally known to me or who provided as
identification the following _____,
this 29th day of May, 1998.



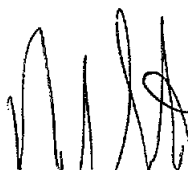
Notary Public, State of Florida
at Large



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for INTER-
NATIONAL FACTORS, INC., at the place designated in the Articles
of Incorporation, ROBERT E. STUCKER, agrees to act in this
capacity, agrees to comply with the provisions of Section 48.091
of the Florida Statutes relative to keeping open such office, is
familiar with, and accepts the obligations provided for in Section
607.0505 of the Florida Statutes.

Dated this 29th day of May, 1998.



Robert E. Stucker, Registered
Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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