

6/25/98

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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: THE SOUTH FLORIDA TRADING COMPANY

AUDIT NUMBER.....H98000011865

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

June 26, 1998

EMPIRE

SUBJECT: THE SOUTH FLORIDA TRADING COMPANY
REF: W98000014681

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.

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CONFLICT IS THE SOUTH FLORIDA TRADING COMPANY --P92000001216.

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Freida Chesser
Corporate Specialist

FAX Aud. #: H98000011865
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EFFECTIVE DATE

7-1-98

ARTICLES OF INCORPORATION

OF

THE SOUTH FLORIDA TRADING GROUP, INC.

ARTICLE I

Name

The name of this corporation is THE SOUTH FLORIDA TRADING GROUP, INC.

ARTICLE II

Duration

This corporation shall have perpetual existence. The effective date of this corporation shall be July 1, 1998.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

Pre-Emptive Rights

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

Document Prepared By:
Steve Lander, Esq.; FBN: 0066958
315 Southeast Seventh Street
Fort Lauderdale, Florida 33301
(954) 522-1177

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 409 SOUTHEAST SEVENTH STREET, FORT LAUDERDALE, FLORIDA 33301 and the name of the initial registered agent of this corporation at the address is STEVEN LANDER, ESQ.

ARTICLE VII

Principal Business Address

The corporation's principal place of business will be located at 409 SOUTHEAST SEVENTH STREET, FORT LAUDERDALE, FLORIDA 33301.

ARTICLE VIII

This corporation shall have FOUR (4) directors 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 name and address of the initial director(s) of this corporation is:

<u>Name</u>	<u>Address</u>
JOHN VERMES (President)	409 SOUTHEAST 7TH STREET FORT LAUDERDALE, FLORIDA 33301
STEVEN LANDER (Vice-President)	409 SOUTHEAST 7TH STREET FORT LAUDERDALE, FLORIDA 33301
JOHN GEORGE (Secretary)	409 SOUTHEAST 7TH STREET FORT LAUDERDALE, FLORIDA 33301
ANDREW SADDI (Treasurer)	409 SOUTHEAST 7TH STREET FORT LAUDERDALE, FLORIDA 33301

ARTICLE IX

Incorporator

The name and address of the person(s) signing these

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Articles is:

Name
STEVEN LANDER, ESQ.

Address
409 SOUTHEAST SEVENTH STREET
FORT LAUDERDALE, FLORIDA 33301

ARTICLE X

Indemnification

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any provision 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 subscriber(s) has executed these Articles of Incorporation this 26th day of

June, 1998.

[Signature]
Subscriber

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

In pursuant of Section 481.91 and Section 607.034(3), Florida Statutes, the following is submitted in compliance with said Sections.

THE SOUTH FLORIDA TRADING GROUP, INC.
desiring to organize under the laws of the State of Florida,
designates as its agent to accept service of process within this

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State, FLORIDA, with its agent's office as indicated in the Certificate of Incorporation, at the City of FORT LAUDERDALE, located at 409 SOUTHEAST SEVENTH STREET, FORT LAUDERDALE, FLORIDA 33301.

ACKNOWLEDGMENT: STEVEN LANDER

Having been named to accept service of process forth above-named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Sections relative to keeping open said office.

[Signature]
Registered Agent

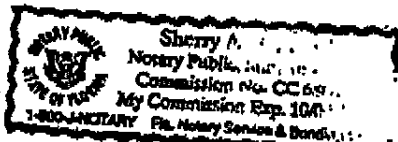
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared STEVEN LANDER, known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26 day of JUNE, 1998.

[Signature]
Notary Public

my commission expires:



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TALLAHASSEE, FLORIDA

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