(((H98000012679 0)))

DIVISION OF CORPORATIONS TO:

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.

ACCT#: 070744001530

CONTACT: PAM FRIEDMAN PHONE: (305)358-2571

FAX #: (305)358-7832

NAME: THRIFT EXPORT INC.

AUDIT NUMBER...... 198000012679

DOC TYPE..... FLORIDA PROFIT CORPORATION OR PAGES.....

CERT. OF STATUS...

DEL.METHOD..

CERT. COPIES.....1

\$122.50 EST.CHARGE..

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Menu: <Ctrl R-Shift>

2400 7E1

VT100

Online

H98- 12679

ARTICLES OF INCORPORATION

Article 1: Name of Corporation: THRIFT EXPORT INC.

Address of Corporation: 3141 WEST HALLANDALE BEACH BOULEVARD

HALLANDALE, FL 33009

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 500 , with a par value of \$1.00 . (PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: MARC DOUGLASS

REGISTERED OFFICE: 3141 WEST HALLANDALE BEACH BOULEVARD

HALLANDALE, FL 33009

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

<u>07 / 08 / 98</u> Date

Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).

First listed is President, second is Vice President, then Secretary/Treasurer.

1. MARC DOUGLASS, 3141 WEST HALLANDALE BEACH BOULEVARD, HALLANDALE, FL 33009

2.

3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

MARC DOUGLASS

3141 WEST HALLANDALE BEACH BOULEVARD

HALLANDALE, FL 33009

In witness whereof, I have subscribed my name:

Signature of Incorporator

H98-12679

Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miaml, FL 33136, (305) 358-2571