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TO: DIVISION ORF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: S&C EXPORT CORPORATION

AUDIT NUMBER.....H98000018773

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

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
S&C EXPORT CORPORATION

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The undersigned in order to form a Corporation for the purposes hereinafter stated, by and under the provisions of Statutes of the State of Florida, does hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this Corporation is: S&C EXPORT CORPORATION

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing on the date of execution of these Articles of Incorporation.

ARTICLE III - PURPOSES

This Corporation is organized for the following purposes:

PREPARED BY:
Eloy A. Fernandez
782 N.W. LE JEUNE ROAD SUITE 632
MIAMI, FLORIDA 33126 FLORIDA
BAR NO. 232181
PHONE: (305) 448-1200

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a: The general nature or the business to be transacted by the Corporation is the representation and distribution of all type of electronics, machinery, accessories and parts for general industries and textile in particular, buying and selling, wholesale and retail, importing and exporting said parts and equipment.

b: To purchase, receive, lease, or otherwise, own, hold, improve, use and otherwise deal with real or personal property or any legal or equitable interest in property wherever located ; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property.

c. In the purchase or acquisition of property, business rights or franchises, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount: to incur debts and to arise, borrow and secure the payment of money in any lawful manner. The Corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

d. To do all and everything necessary and proper for the accomplishment of any of the purpose or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary incidental to the protection and benefit of the Corporation, and in general, either alone or in association with the other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or objects of this Corporation.

The foregoing paragraphs shall be construed as

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enumeration both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumeration on specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law

ARTICLE IV - POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 6,000 shares of \$1.00 EACH PAR VALUE, common stock, which shall be designated "COMMON SHARES".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind of that which he/she already holds, shall have the right to purchase his/her pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price which it is offered to others.

ARTICLE VII-

STREET ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT. PRINCIPAL OFFICE.

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The street address of the corporation's initial

Registered is: 782 NW Le Jeune Rd, Suite 632 Miami, Florida
33126. The Street address of the principal office is: 10325
SW 115 Court, Miami, Fl 33176 and the name of the initial
registered agent of the corporation at that office is:

Eloy A. Fernandez ESQ.

ARTICLE VIII- INITIAL BOARD
OF DIRECTORS

This Corporation shall have TWO Directors initially.
The number of Directors may be either increased or diminished
from time to time by the bylaws. The names and addresses of
the initial Directors of this Corporation until the first
annual meeting of shareholders or until their successors are
elected and qualified are:

N A M E	A D D R E S S
KLAUS BENDIXEN	10325 SW 115 COURT MIAMI, FLORIDA 33176
HANS BENDIXEN	10325 SW 115 COURT MIAMI, FLORIDA 33176

ARTICLE IX - INCORPORATORS

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The name and address of the person signing these


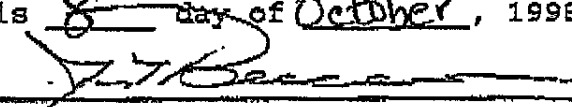
Articles are:

N A M E	A D D R E S S
KLAUS BENDIXEN	10325 SW 115 COURT MIAMI, FLORIDA 33176
HANS BENDIXEN	10325 SW 115 COURT MIAMI, FLORIDA 33176

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions 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 have executed these Articles of Incorporation this 8 day of October, 1998

	
KLAUS BENDIXEN	HANS BENDIXEN

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared KLAUS BENDIXEN AND HANS BENDIXEN who the person described in and who executed the foregoing Articles of Incorporation as the Incorporators, and they acknowledged to and before me that they executed the

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same for the uses and purposes therein mentioned and set forth. (☒) who are personally known to me or (☐) who have produced _____ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the said County and State, this 8th day of OCTOBER, 1998.

My Commission Expires:



ELOY A. FERNANDEZ
COMMISSION # CC 631081
EXPIRES MAR 30, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

Eloy A. Fernandez
NOTARY PUBLIC, STATE OF FLORIDA

ELOY A. FERNANDEZ
PRINT NAME: ELOY A. FERNANDEZ

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR: S&C EXPORT CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, 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.

DATED THIS 8th DAY OF OCTOBER, 1998.

ELOY A. FERNANDEZ
(REGISTERED AGENT)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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