

P98000095799

**MANUEL GARCIA-RUBIO
ATTORNEY AT LAW
9630 S.W. 9TH TERR
MIAMI FL 33174**

Secretary of State
Division of Corporations
P O Box 6327
Tallahassee, Fl. 32314

500002662465--5
-10/13/98--01037--008
*****87.50 *****87.50

As per our phone conversation, enclosed please find two sets of the
incorporation papers with changes discussed for:

Koda International of Miami Inc.

Thank you for your attention to the above

Manuel Garcia-Rubio
Attorney at Law
9630 SW 9th Terr
Miami, Fl. 33174
305-220-0370

FILED
98 NOV 13 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CPB
11-13-98
ce



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 14, 1998

MANUEL GARCIA RUBIO, ATTORNEY
9630 SW 9TH TERR.
MIAMI, FL 33174

SUBJECT: KODA INTERNATIONAL, INC.
Ref. Number: W98000023313

We have received your document for KODA INTERNATIONAL, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 398A00050911

**Articles of Incorporation
Of
Koda International of Miami Inc.**

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

**Article I
Name**

The name of the corporation shall be:
Koda International of Miami Inc.

FILED
98 NOV 13 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Article II
Nature of Business**

The corporation shall have the powers to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**Article III
Mailing Address**

The initial mailing address of the corporation is:

14001 NW 4TH St # 308.
Pembroke Pines, Fl 33028

**Article IV
Duration**

This corporation shall exist perpetually.

Article V

Capital stock

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 500 shares of common stock, par value \$ 1.00 per share.

Article VI

Right to Vote

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in this articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon.

Article VII

Board of Directors

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The election of directors shall be done in accordance with the bylaws. The directors shall be protected from personal liability to the fullest extent permitted by the Florida Business Corporation Act. The name of each initial member of the board of director

Oscar Kontarovsky

Article VIII

Registered Agent

The name and address of the registered agent of the corporation is:

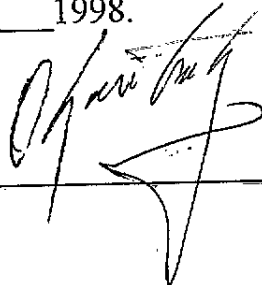
14001 NW 4TH St # 308
Pembroke Pines Fl 33028

Article IX
Incorporators

The name and address of the incorporator is:

Oscar Kontarovsky
14001 NW 4TH St # 308
Pembroke Pines Fl 33028

IN WITNESS WHEREOF, the incorporator have executed these
Articles of Incorporation on OCTOBER 2 1998.



A handwritten signature in black ink, appearing to read 'Oscar Kontarovsky', is written over a horizontal line.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.**

In compliance with Section 48.091, Florida Statutes, the following is
submitted:

~~Koda International of Miami, Inc.~~
~~Koda International Inc.~~, desiring to organize under the laws of the State of
Florida, with its principal place of business in 14001 NW 4TH St # 308,
Pembroke Pines State of Florida 33028, has named Oscar Kontarovsky at
14001 NW 4TH St # 308 Pembroke Pines Fl 33028 as its agent to accept
service of process within this state.



Oscar Kontarovsky
Incorporator

Dated: OCTOBER 2, 1998

98 NOV 13 AM 11:21
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I agree to act in this
capacity, and further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties.

By _____


Oscar Kontarovsky

Dated: OCTOBER 2, 1998