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Examiner's Initials

R. Purintup FFB 1 8 1899



Secretary of State

February 19, 1999

ART ARTOUNIAN 13005 CORONADO DRIVE MIAMI, FL 33181

SUBJECT: ABC US HOLDINGS, INC.

Ref. Number: W99000004243

We have received your document for ABC US HOLDINGS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6929.

Randall Purintun Document Specialist

Letter Number: 099A00007623

ARTICLES OF INCORPORATION

FILED

SECRETARY OF STATE

FISION OF CORPORATION:

OF

99 MAR -4 PM 2: 48

ABC US HOLDINGS, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION HEREBY FORMS A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME

THE NAME OF THIS CORPORATION SHALL BE: ABC US HOLDINGS, INC.

ARTICLE II. NATURE OF BUSINESS AND INITIAL PURPOSE

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA AND OF THE UNITED STATES OF AMERICA.

ARTICLE III. CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ONE TIME IS:

10,000 SHARES AT \$1.00 PAR VALUE

ARTICLE IV. PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY ONE STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE RIGHT TO PURCHASE HIS PRORATED SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICES WHICH IT IS OFFERED TO OTHERS.

ARTICLE V. TERM OF EXISTENCE

THIS CORPORATION IS FORMED EFFECTIVE WHEN FILED AND SHALL EXIST PERPETUALLY.

ARTICLE VL INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS: 9880 SW 4th ST. PLANTATION, FL 33324 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AND ADDRESS:

ART ARTOUNIAN 13005 CORONADO DRIVE MIAMI FL 33181

ARTICLE VII. INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TEN (10) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME-TO-TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESS OF THE INITIAL DIRECTORS OF THIS CORPORATION: SET ADIE 9880 SW 4th ST. PLANTATION FL 33324

ROOBIK HARTOONIAN 1552 NW 102 DRIVE CORAL SPRINGS FL 33071 ART ARTOUNIAN 13005 CORONADO DRIVE MIAMI FL 33181 VACHIK DANIALY 20125-8 NE 3rd CT MIAMI FL 33179 VREJ DAVODI 104 SW 2 ND AVE HALLANDALE FL 33009 GAGIK DROHAN 104 SW 2 ND AVE HALLANDALE FL 3003 HOVIK BOZIK 21300 SAN SIMEON WAY # L8 MIAMI FL 33179 VAHIK ARTOUNIAN 4411 THOMAS ST. HOLLYWOOD FL 33021 VAROJ ADIE 7380 NW 1 st ST. #206 PLANTATION FL 33317 RAFIK DRAVAKIAN 6780 SW 63 rd ST. MIAMI FL 33143

ARTICLE VIII. INCORPORATION

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES IS: ART ARTOUNIAN 13005 CORONADO DRIVE MIAMI, FL 33181

ARTICLE IX. AMENDMENT

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 HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 7th DAY OF NOVEMBER 1998

SUBSCRIBER

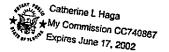
STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED ART ARTOUNIAN KNOWN TO ME TO BE THE PERSON DESCRIBED AS SUBSCRIBER, IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE SUBSCRIBED THE SAME.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE AFORESAID, THIS 7 DAY OF NOVEMBER 1998

NOTARY PUBLIC STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:



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 STATES, THE FOLLOWING IS SUBMITTED:

FIRST THAT ABC US HOLDINGS INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF PLANTATION, STATE OF FLORIDA, HAS NAMED ART ARTOUNIAN LOCATED AT: 13005 CORONADO DRIVE MIAMI FL 33181 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

Subsceiben

DATE:

11 6 100

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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

SIGNATURE:

DATE:

11/7/98

JIVISION OF CORPORATION:

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