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TRANSMITTAL LETTER

October 8, 1999

Department of State
Division of Corporations
P.O. BOX 6327
Tallahassee, Florida 32314

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****122.50 *****78.75

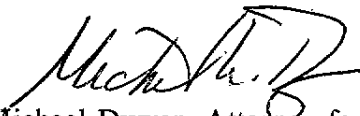
Re: SUNEXPORT ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$ 122.50 to cover the filing fee, certified copy charge, designation of registered agent, and charter tax.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the address below.

Sincerely,



Michael Dwyer, Attorney for Rose Marie Leavell and
Sunexport Enterprises, Inc.
5965 Southwest 8th Street
Miami, Florida 33144
1-305-264-4456

Encl: (1) copy of Articles
check for \$ 122.50

FILED
99 OCT 11 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN OCT 15 1999

ARTICLES OF INCORPORATION
OF
SUNEXPORT ENTERPRISES, INC.

FILED
99 OCT 11 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be: SUNEXPORT ENTERPRISES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

SUNEXPORT ENTERPRISES, INC.
4275 Nautilus Drive
Miami Beach, Florida 33140

ARTICLE III SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the registered agent and the street address of the initial registered office of the corporation shall be:

ROSE MARIE LEAVELL
4275 Nautilus Drive
Miami Beach, Florida 33140

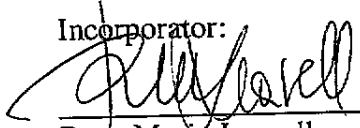
ARTICLE V INCORPORATOR

The name and address of the incorporator is:

ROSE MARIE LEAVELL
4275 Nautilus Drive
Miami Beach, Florida 33140

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this
8th day of October, 1999.

Incorporator:




Rose Marie Leavell

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was executed and acknowledged before me this 8th day of
October, 1999, by Rose Marie Leavell, who has produced the following type of
identification, a Florida Drivers License # M-541-733-65-545-0

FL DL FOR ROSE MARIE MINIO-LEAVELL.



Notary Public
State of Florida
My Commission Expires: Oct. 26, 1999



CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF § 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FILED
99 OCT 11 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

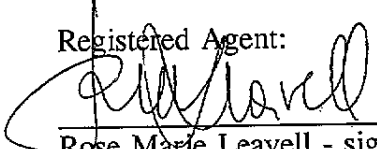
1. The name of the corporation is: SUNEXPORT ENTERPRISES, INC.
2. The name and address of the registered agent and office is:

Rose Marie Leavell
4275 Nautilus Drive
Miami Beach, Florida 33140

ACCEPTANCE:

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent:


Rose Marie Leavell - signature

10/9/99
date