

P9900095056

13328 SW 108 Street Circle
Miami, Florida 33186
Tel No.: (305)752-6878

October 21, 1999

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

700003025997--5
-10/27/99-01035--004
*****87.50 *****87.50

Dear Sir or Madam:

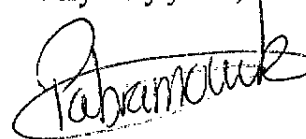
Re: VAT FREE TRADERS, INC.

Enclosed you will find the original (and one copy) Articles of Incorporation of VAT FREE TRADERS, INC. Additionally, I have enclosed a check for \$87.50 to cover the filing fees and a Certificate of Status.

If there are any errors or questions, please do not hesitate to contact me at the above telephone number.

Thank you for your attention to this matter.

Very truly yours,



Perla Abramowitz

99 OCT 27 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

R. VARNADORE OCT 28 1999

ARTICLES OF INCORPORATION
OF
VAT FREE TRADERS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be Vat Free Traders, Inc.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation will be 13328 SW 108 Street Circle, Miami, Florida 33186.

ARTICLE III

TERM OF EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law, commencing on the date and time of filing of the Articles of Incorporation by the Department of State stated herein below.

ARTICLE IV

PURPOSE AND POWERS

This corporation is organized for the purpose of transacting any and all lawful business and shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 13328 SW 108 Street Circle, Miami, Florida 33186 and the initial registered agent is Perla Abramowitz.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time as provided in the By-Laws. The name and address of the initial director and principal office of this Corporation is:

Perla Abramowitz
13328 SW 108 Street Circle
Miami, Florida 33186

ARTICLE VIII

INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Perla Abramowitz
13328 SW 108 Street Circle
Miami, Florida 33186

ARTICLE IX

EXECUTIVE COMMITTEE

The Board of Directors may, by resolution, designate one of more of their number to substitute an Executive Committee, who, to the extent provided in such resolution, or in the By-Laws of the Corporation, shall have and may exercise the powers of the Board of Directors. The Board of Directors may, by resolution, discontinue the Executive Committee or change the members thereof at any time.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director or member of the Executive Committee or any shareholder to the full extent permitted by law.

ARTICLE XI

AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any rights conferred upon the shareholders is subject to this reservation.

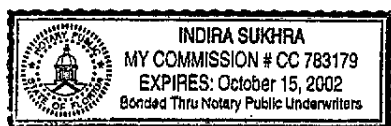
IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 21 day of October, 1999.

Perla Abramowitz
PERLA ABRAMOWITZ

STATE OF FLORIDA) I hereby certify that on this day,
Before me, an officer duly
authorized
COUNTY OF DADE) to administer oaths and take
acknowledgments, personally appeared

known to me to be the person ___ described in and who executed the foregoing instrument, who acknowledged before me that ___ executed the same, that I relied upon the following form ___ of identification of the above-named person ___:
personally known to me and that an oath
(was) (was not) taken.

Notary Rubber Stamp Seal



Witness my hand and official seal in the County and State last aforesaid this 22 day of Oct, A.D. 19 99.

Indira Sukhra
Notary Signature

INDIRA SUKHRA
Printed Notary Signature

FILED
99 OCT 27 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 607.050, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

That Vat Free Traders, Inc., desiring to organize or qualify
under the laws of the State of Florida, with its principal place of
business at Miami, State of Florida, has named Perla Abramowitz
located at 13328 SW 108 Street Circle, Miami, State of Florida as
its agent to accept Service of Process within Florida.

SIGNATURE: _____

Perla Abramowitz

TITLE: - _____

Director

DATE: - _____

October 21, 1999

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 state that I am
familiar with the obligations of this position and agree to comply
with the provisions of all statutes relative to the proper
performance of my duties.

SIGNATURE: _____

Perla Abramowitz

DATE: _____

October 21 1999