

MERCATUS

P 99000105483

December 1, 1999

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-12/03/99--01062--005
*****78.75 *****78.75

cc

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

Re: Mercatus Corp.

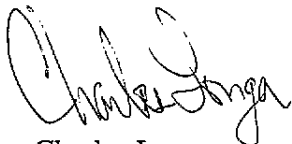
Dear Sirs:

We would like to take this opportunity to enclose the Articles of Incorporation of the above referenced entity for the purposes of its registration as a domestic Florida corporation along with a check in the amount of \$78.75 as payment.

If you have any questions or comments, please feel free to contact us at (305) 654-1423 at your convenience.

Thank you, in advance, for your kind assistance in this matter.

Sincerely,



Charles Longa
President

apa/CL

F. CHENIER

DEC 6 1999

ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE ONE

Name

The name of the corporation is: MERCATUS CORP.

ARTICLE TWO

Duration

The term of existence of the corporation is perpetual.

ARTICLE THREE

Purpose

The purpose of the corporation is to engage in any activity permitted under the laws of the State of Florida. The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE FOUR

Capital Stock

The aggregate number of shares which the corporation has authority to issue is five hundred (500) shares, all of which shall be common shares with a par value of one dollar (\$1.00).

ARTICLE FIVE

Registered Office

The street address of the initial registered office of the corporation is 343 Ives Dairy Road, #10; Miami, Florida 33179; and the name of the registered agent is CHARLES LONGA.

ARTICLE SIX

Directors

The Board of Directors of the corporation shall consist of at least one (1) in number. The initial director shall be: Charles Longa-343 Ives Dairy Rd, #10; Miami, Florida 33179.

ARTICLE SEVEN

Officers

The name and address of the officers of the corporation are: Charles Longa-343 Ives Dairy Rd., #10; Miami, Florida 33179.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE EIGHT
Incorporators

The name and address of the incorporators are: Charles Longa-343 Ives Dairy Road, #10; Miami, Florida 33179.

IN WITNESS WHEREOF, I subscribed my name, this 30th day of November, 1999.

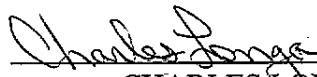


CHARLES LONGA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.



CHARLES LONGA



DATE