

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 DEC 19 AM 8:34

TRANSMITTAL LETTER

P97000106891

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

500002377415--6
-12/19/97--01026--007
*****78.75 *****78.75

SUBJECT: N.L. Lorell & Sons, Inc.
(Proposed corporate name - must include suffix)

EFFECTIVE DATE
12-01-98

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: MANDUS Associates, Inc.
Name (printed or typed)

2240 Woolbright Road, Suite 340
Address

Boynton Beach, FL 33426
City, State & Zip

(561) 374-6618
Daytime Telephone number

Please return the Articles of Incorporation and the certificate to MANDUS Associates, Inc.

NOTE: Please provide the original and one copy of the articles.

RP
12-22-97

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

N.L. Lorell & Sons, Inc.

ARTICLE II PRINCIPAL OFFICE

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

801 Brickell Avenue
9th Floor
Miami, FL 33131

EFFECTIVE DATE
01-01-98

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ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MANDUS Associates, Inc.
2240 Woolbright Road, Suite 340
Boynton Beach, FL 33426

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Rupert Elsinger
Weiherdorf 24
D-93158 Teublitz
Germany

Corporate existence shall start on January 1st, 1998.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

17th day of November, 1997



Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 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.

1. The name of the corporation is: N.L. Lorell & Sons, Inc.

2. The name and address of the registered agent and office is:


MANDUS Associates, Inc.
(NAME)

2240 Woolbright Road, Suite 340
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Boynton Beach, FL 33426
(CITY/STATE/ZIP)

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Having been named as registered agent and 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.


(SIGNATURE)
Manfred Stenger, President

November 17th, 1997
(DATE)