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Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32310 222-1092

City State Zip Phone

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*****70.00 *****70.00

CORPORATION(S) NAME

Itavtec America, Inc.

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution/Withdrawal
- Limited Liability Company
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Name Registration
- Change of R.A.
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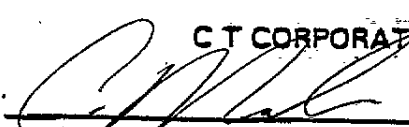
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. ITAUTEC AMERICA, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. TEXAS (State or country under the law of which it is incorporated)
3. 75-2614882 (FEI number, if applicable)
4. September 15, 1995 (Date of Incorporation)
5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual")
6. N/A (Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 5495 BELTLINE ROAD, SUITE 160
DALLAS, TX 75240
(Current mailing address)
8. ANY LAWFUL PURPOSE
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: C T CORPORATION SYSTEM
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)
10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T CORPORATION SYSTEM


(Registered agent's signature) (Officer)

C. Morales
Special Asst. Secretary
(Type Name and Title of Officer)

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TALLAHASSEE FLORIDA

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: PAULO SETUBAL

Address: Av. Hugo Beolchi No. 900

Sao Paulo, SP CEP 04310-030 BRAZIL

Vice Chairman: CARLOS EDUARDO DE CAPUA CORREA DA FONSECA

Address: Av. Hugo Beolchi No. 900

Sao Paulo, SP CEP 04310-030 BRAZIL

Director: RICARDO EGYDIO SETUBAL

Address: Av. Hugo Beolchi No. 900

Sao Paulo, SP CEP 04310-030 BRAZIL

Director: GABRIEL A. MARAO

Address: Av. Hugo Beolchi No. 900

Sao Paulo, SP CEP 04310-030 BRAZIL

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B. OFFICERS

President: CARLOS EDUARDO DE CAPUA CORREA DA FONSECA

Address: Av. Hugo Beolchi No. 900

Sao Paulo, SP CEP 04310-030 BRAZIL

Vice President: GABRIEL A. MARAO

Address: Av. Hugo Beolchi No. 900

Sao Paulo, SP CEP 04310-030 BRAZIL

Secretary: JOHN E. RITCHIE

Address: 505 Sansome Street, Suite 900

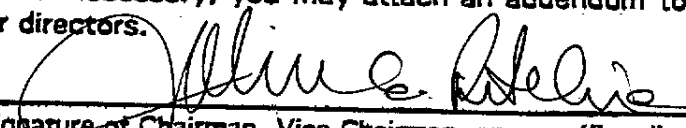
San Francisco, CA 94111

Treasurer: RICARDO EGYDIO SETUBAL

Address: Av. Hugo Boelchi No. 900

Sao Paulo, SP CEP 04310-030 BRAZIL

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JOHN E. RITCHIE, SECRETARY
(Typed or printed name and capacity of person signing application)

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The State of Texas

SECRETARY OF STATE

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TAMPA/ASSISE, FLORIDA

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IT IS HEREBY CERTIFIED that
Articles of Incorporation of

ITAUTEC AMERICA, INC.
File No. 1370265

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on July 9, 1998.*

Alberto R. Gonzales
Secretary of State

BAM