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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

RHEEMA INTERNATIONAL INC.

Certificate of Status	0
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B. McKnight FEB 24 2000

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ARTICLES OF INCORPORATION
OF

RHEEMA INTERNATIONAL INC.

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

ARTICLE I NAME

The name of the corporation shall be:

RHEEMA INTERNATIONAL INC.

The principal place of business of this corporation shall be: 2000 ISLAND BLV SUITE 2604. AVENTURA FLA. 33160

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 100 SHARES AT \$100 PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

PRESIDENT:

GUILHERME BRETZKE EVANS
2000 ISLAND BLVD SUITE 2604
AVENTURA FLA. 33160

VICE-PRESIDENT:

GUILHERME BRETZKE EVANS
2000 ISLAND BLVD SUITE 2604
AVENTURA FLA. 33160

PREPARED BY:

GUILHERME BRETZKE EVANS
2000 Island Blvd Suite 2604
Aventura Fla. 33160

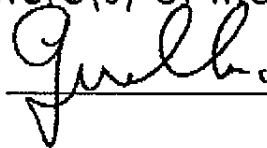
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

GUILHERME BRETZKE EVANS
2000 ISLAND BLVD. SUITE 2604
AVENTURA, FL. 33160

IN WITNESS WHEREOF, the undersigned incorporator(s)
has (have) executed these Articles of Incorporation
this, 21 day of FEBRUARY 2000

Signature(s) of Incorporator(s)



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

RHEEMA INTERNATIONAL INC.

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

GUILHERME BRETZKE EVANS. 2000 ISLAND BLVD. SUITE 2604

(P.O. BOX NOT ACCEPTABLE)
AVENTURA FLA. 33160

(CITY/STATE/ZIP)

SIGNATURE 

PRESIDENT

TITLE _____

DATE 02/21/2000

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DIVISION OF CORPORATIONS

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 AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 02/21/2000