

P0000027361

* DIGICAN INC
- 10918 NW 70 ST
- MIAMI, FL 33178

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
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-03/13/00--01003--002
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- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
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- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

AMENDMENTS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

REGISTRATION/QUALIFICATION

- Annual Report
- Fictitious Name

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00MAR10 PM 1:19

Examiner's Initials *JP* 3/17/00

ARTICLES OF INCORPORATION

OF

DIGICAD INC

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be

DIGICAD INC

ARTICLE II
DURATION

This corporation is to have perpetual existence.

ARTICLE III
NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to issue five hundred (500) shares all at One (\$1.00) Dollar par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V
CORPORATE ADDRESS

The initial street address in the State of Florida of the principal office of this corporation is as follows:

10918 nw 70 st, Miami, Florida

33178

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ARTICLE VI
INITIAL REGISTERED AGENT

The initial Registered Agent of this corporation is as follows: Carlos Manuel Zuluaga President

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have (4) Director(s) initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law, but shall never be less than one (1).

<u>NAME(S)</u>	<u>ADDRESS(ES)</u>
Carlos Manuel Zuluaga	10918 nw 70 st, miami, fl. 33178
Ana Beatriz Correa	10918 nw 70 st, miami, fl, 33178
Isabel Cristina Estrada	10918 nw 70 st, miami, fl, 33178
Natalia Correa Garcia	10918 nw 70 st, miami, fl, 33178

ARTICLE VIII
INCORPORATORS

The name(s) and address(es) of the Incorporator(s) signing these Articles is/are:

<u>NAME(S)</u>	<u>ADDRESS(ES)</u>
Carlos Manuel Zuluaga	10918 nw 70 st, miami, fl. 33178
Ana Beatriz Correa	10918 nw 70 st, miami, fl. 33178
Isabel Cristina Correa	10918 nw 70 st, miami, fl. 33178
Natalia Correa Garcia	10918 nw 70 st, miami, fl. 33178

ARTICLE IX
AMENDMENT OF BY-LAWS

The power to adopt, alter, amend or appeal the By-Laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

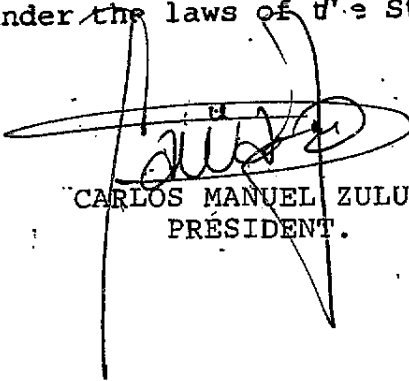
ARTICLE XI
INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator(s) has/have executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florida.

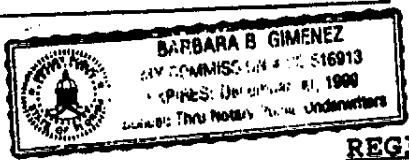

CARLOS MANUEL ZULUAGA
PRESIDENT.

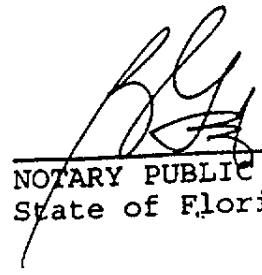
STATE OF FLORIDA)
) ss
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared Carlos zuluaga to me well known to be the person(s) described in and who executed the foregoing Articles of Incorporation, as incorporator(s) and acknowledged before me that he/she/they subscribed to said Articles of Incorporation, after having produced drivers license, as identification.

WITNESS my hand and seal this 06 day of March, 2000

My Commission Expires:




NOTARY PUBLIC
State of Florida at Large

REGISTERED AGENT CERTIFICATE

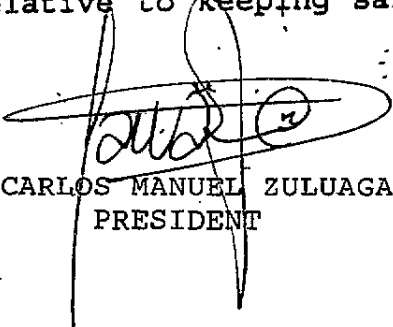
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That CARLOS M ZULUAGA desiring to organize under the laws of the State of Florida, with its principal

offices as indicated in the Articles of Incorporation, in the City of Miami County of Dade, State of Florida, has named CARLOS M. ZULUAGA located at 10918 nw 70 st, fl.33178 its registered agent to accept service of process.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping said office open.

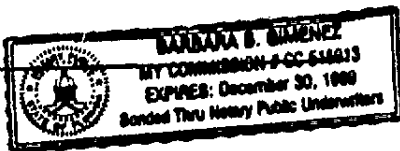

CARLOS MANUEL ZULUAGA
PRESIDENT

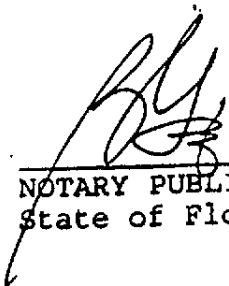
STATE OF FLORIDA)
) ss
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared MR.zuluaga to me well known to be the person described in and who executed the Registered Agent Certificate, after having produced a drivers license as identification.

WITNESS my hand and seal on this 06 day of March 2000

My Commission Expires:




NOTARY PUBLIC
State of Florida at Large

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

Pursuant to the provisions of sections 607.0501 or 617.0501, 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.

DIGICAD INC.

1. The name of the corporation is: _____

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

CARLOS MANUEL ZULUAGA

(Name)

10918 nw 70 st.

(P.O. Box NOI acceptable)

Miami, florida, 33178

(City/State/Zip)

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 CARLOS MANUEL ZULUAGA

PRESIDENT

DATE

03-6-2000

REGISTERED AGENT FILING FEE: \$35.00

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DIVISION OF CORPORATIONS
00 MAR 10 PM 1:19

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314