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02 AUG 14 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. COSTA DEL SOL CORP

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

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*****78.75 *****78.75

3.

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<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
02 JUL 31 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

22083

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 31, 2002

LAZARUS

SUBJECT: COSTA DEL SOL CORP.
Ref. Number: W02000022083

We have received your document for COSTA DEL SOL CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 902A00046160

RECEIVED
02 AUG 14 AM 11:04
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

COSTA DEL SOL U.S.A. CORP.

FILED
02 AUG 14 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator to these Articles of Incorporation, of *COSTA DEL SOL U.S.A. CORP.*, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this corporation is:

COSTA DEL SOL U.S.A. CORP.

Having its initial offices at:

14527 SW 94 LANE, MIAMI, FLORIDA 33186

ARTICLE II

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having NONE (\$ 0.00) Dollars **PAR VALUE**.

Shares may be issued for such consideration as is determined from time to time by the stockholders.

This power which is hereby reserved unto the stockholders by right, may, and it is hereby delegated, unto the Board of Directors. The Board may issue the shares of this corporation for such consideration as is determined from time to time by the Board, unless and until the stockholders by affirmative action communicate to the Board, in writing, their decision to determine the consideration for the issuance of non-issued or sale of treasury share. This action by stockholders will not affect prior action by the Board.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or in other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefore has been paid. When payment of the consideration for which shares are to be issued shall have been received by the corporation, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE IV

PREEMPTIVE RIGHTS

Every shareholders, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

FRANCISCO ABANTO
14527 SW. 94 LANE
MIAMI, FLORIDA.33186

The Board of Directors may, from time to time move the Registered Office to any other address in the State of Florida.

ARTICLE VII

INITIAL DIRECTORS

This Corporation shall have Two directors initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than One.

ARTICLE VIII

INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street addresses are:

NAME	ADDRESS
Francisco Abanto	14527 SW. 94 Lane Miami, Florida 33186
Jorge A. Anday	4290 SW. 150 Ave. Miami, Florida 33185

The person's name as initial director's shall hold office for the first year of existence of this Corporation or until his successor's is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX

INDEMNIFICATION

This corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonable incurred by him in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

ARTICLE X

REMOVAL OF DIRECTORS

Any director of the entire Board of Directors may be removed, with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of Directors, at a special meeting of shareholders, called expressly for that purpose.

ARTICLE XI

BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors. By-laws adopted by the Board of Directors may be repealed or changed and new By-Laws may be adopted by the shareholders, and the shareholders may prescribe in any By-laws made by them that such By-law shall not be altered, amended, or repealed by the Board of Directors.

ARTICLE XIII

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

FRANCISCO ABANTO
14527 S. W. 94 Lane
Miami, Florida 33186

ARTICLE XIII

CONFLICT OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction, with the like force and effect as if he were no such director or officer of such other corporation or not so interested.

ARTICLE XIV

AMENDMENT

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XV

RESTRICTION ON TRANSFER OF SHARES

Every shareholder, prior to selling, transferring or in any manner divesting title to or interest in any share of this corporation, shall offer under the same terms and conditions any such share to the existing registered shareholder for a period of two weeks for purchase or refusal and thereafter to the corporation for a period of one week for repurchase of any remaining share. The existing shareholders have a right to at least a proportionate share of the offered shares and any shares that remain unpurchased by other shareholders.

In the event that a shareholder dies, whether testate or intestate, the existing registered shareholders and the corporation shall have an option to purchase said shares in the manner as provided for herein. The purchase price shall be determined by mutual agreement of the executor or devisee and a representative for the corporation, the "parties" or, if no agreement can be reached within 15 days of the appointment of the executor of the estate, each party shall appoint an arbitrator which will in turn appoint a third arbitrator, to jointly determine the purchase price. The purchase price shall be determined by a majority vote of the arbitrators. Once the purchase price is determined, the existing registered shareholders shall have a period of two weeks for purchase or refusal and thereafter the corporation for a period of one week for repurchase of any remaining share. The existing shareholders have a right to at least a proportionate share of the offered shares and any shares that remain unpurchased by other shareholders.

IN WITNESS WHEREOF the indersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 18 day of 2002

BY: [Signature]
Francisco Abanto

STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public, personally appeared FRANCISCO ABANTO, personally known to me, or who provided Driver Licenses As identification, who did/did not take an oath and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal at, DADE COUNTY, FLORIDA, this 18 day of July, 2002.

[Signature]
NOTARY PUBLIC, State of Florida



CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

FILED
AUG 14 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

COSTA DEL SOL U.S.A. CORP.

That _____ desiring to organize under the laws of
the State of Florida with its principal office, as indicated in the Articles of
Incorporation at the City as hereto before stated, County of DADE, State of
Florida has name FRANCISCO ABANTO, located at 14527 SW. 94 Lane,
Miami. Florida 33186, as its agent to accept services of process within this
State.

ACKNOWLEDGEMENTS:

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



FRNACISCO ABANTO