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From: Account Name : FAS-T CORP. AGENTS, INC.
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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 19, 2002

FAS-T CORP.

SUBJECT: INSTITUTO INTERAMERIC AND DE ESTUDIOS COMERCIALES FINANCIEROS Y
DE ARBITRATE, INC.
REF: W02000032747

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FAX Aud. #: H02000226560
Letter Number: 602A00062149

ARTICLE OF INCORPORATION
OF
INSTITUTO INTERAMERICANO DE ESTUDIOS COMERCIALES,
FINANCIEROS Y DE ARBITRAJE, 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:

INSTITUTO INTERAMERICANO DE ESTUDIOS COMERCIALES,
FINANCIEROS Y DE ARBITRAJE, INC.

The principal place of business of this corporation shall be:

INSTITUTO INTERAMERICANO DE ESTUDIOS COMERCIALES,
FINANCIEROS Y DE ARBITRAJE, INC.
8181 NW 8 Street # E6
Miami, Fl. 33126

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:

One Thousand shall of common stock at one dollar par value.

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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: PABLO A. DE CUBA
8181 NW 8 Street # E6
Miami, Fl. 33126

Vice President: MARIA J. MARQUEZ
8181 NW 8 Street # E6
Miami, Fl. 33126

Secretary: ANA L. FERNANDEZ
8181 NW 8 Street # E6
Miami, Fl. 33126

Treasurer: RICARDO D. PORTAL
8181 NW 8 Street # E6
Miami, Fl. 33126

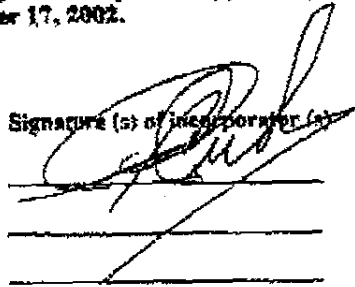
ARTICLE VI INCORPORATOR (S)

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

PABLO A. DE CUBA
8181 NW 8 Street # E6
Miami, Fl. 33126

IN WITNESS WHEREOF. The undersigned incorporator (s) has (have) executed these Articles of incorporation this October 17, 2002.

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, submit's the following statement in designating the registered office/registered agent, in the State of Florida

1. The name of the corporation:

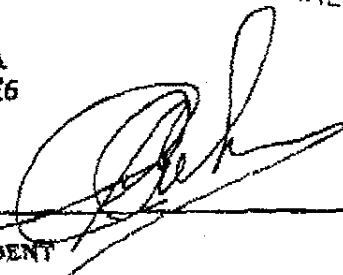
**INSTITUTO INTERAMERICANO DE ESTUDIOS COMERCIALES,
FINANCIEROS Y DE ARBITRAJE, INC.**

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TALLAHASSEE, FLORIDA

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

PABLO A. DE CUBA
8181 NW 8 Street # E6
Miami, Fl. 33126

SIGNATURE _____

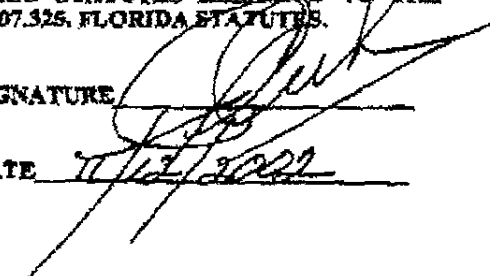


TITLE: PRESIDENT

DATE: 10/17/2002

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 DUTIES AND OBLIGATIONS OF SECTION 607.326, FLORIDA STATUTES.

SIGNATURE _____



DATE 11/12/2002