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To:

Division of Corporations
Fax Number : (850)205-0381

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.

LA RIVIERA-USA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LA RIVIERA - USA, INC.

We, the undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

"LA RIVIERA - USA, INC."

ARTICLE II - MAILING ADDRESS, REGISTERED OFFICE
AND
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

"LA RIVIERA - USA, INC."
c/o Management Office
9501 Arlington Expressway
Jacksonville, Florida 32225

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares. The par value for each authorized share is \$0.01 (One cent of dollar).

The ownership of the shares of stock is as follows:

Name of Stockholder: Constructora La Riviera S.A., a Peruvian
Company, sole owner.

Address of the Stockholder: Calle Antibes 195, Of. 201
Urb. La Riviera, La Molina
Lima 12, Peru

Witness Signature

Number of Shares: 100.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Augusto F. Santiago
25 S. E. 2nd Ave., Suite 714
Miami, FL 33131

ARTICLE V - DESIGNATED OFFICER(S)

The Officer(s) of the corporation is (are):

Federico Angel Vilchez, President
1385 Brookwood Forest Blvd., Apt. 302
Jacksonville, FL 32225

Augusto F. Santiago, Vice-President
25 S. E. 2nd Ave., Suite 714
Miami, FL 33131

Federico Angel Vilchez, Treasurer
1385 Brookwood Forest Blvd., Apt. 302
Jacksonville, FL 32225

Olga del Pilar Valladares, Secretary
1385 Brookwood Forest Blvd., Apt. 302
Jacksonville, FL 32225

At any time, any designated officer represents the corporation and is full empowered without any limitation to do all things necessary or convenient to carry out business and affairs of the corporation in accordance to Section 607.0302 of the Florida General Corporation Act. Including, open and closing of account(s) with bank(s), and to deposit and withdrawn therein funds of the corporation. All drafts, checks, and notes of the corporation payable on said account(s) shall be made in the name of the corporation, and signed by any of them.

ARTICLE VI - INCORPORATOR

The incorporator is:

Federico Angel Vilchez, Acting as Agent of Constructora La Riviera S.A.,
a Peruvian Corporation.
1385 Brookwood Forest Blvd., Apt.302
Jacksonville, FL 32225

Incorporator: 

Date: 03-04-03

Federico Angel Vilchez, Acting as Agent of Constructora La Riviera
S.A., a Peruvian Company.

ACKNOWLEDGEMENT: Having been named and appointed as registered agent and to accept service of process of the above stated corporation at the place designate 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.

Registered Agent: 

Augusto F. Santiago

Date: 03/05/03