

P95000070835

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RECEIVED
DIVISION OF CORPORATIONS
SEP 11 11 10 AM '95

SUBJECT: XISA, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: RAFAEL XIMENEZ

c/o Name (printed or typed)
Francisco J. Ardois

13424 S.W. 73 Terrace

Address

Miami, Florida 33183

City, State & Zip

(305) 386-4912

Daytime Telephone number

300001581988
-09/12/95--01003--016
*****78.75 *****78.75

NOTE: Please provide the original and one copy of the articles.

g 9/14/95

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
FLORIDA CORPORATIONS
95 SEP 11 AM 10:33

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

ARTICLE I NAME

The name of the corporation shall be

XISA, INC.

ARTICLE II PRINCIPAL OFFICE

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

13424 S. W. 73 Terrace
Miami, Florida 33183

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 s/s

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Francisco J. Ardois
13424 S. W. 73 Terrace
Miami, Florida 33183

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Rafael Ximenez Bruguera
Quinta Otono
Avenida los Araguaneys
Chua0, Caracas Venezuela

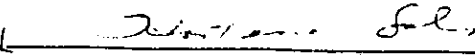
Hortense Salas
Quinta Otono
Avenida los Araguaneys
Chua0, Caracas Venezuela

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

30th day of August, 19 95.



Rafael Ximenez Bruguera Signature



Hortense Salas Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
CORPORATIONS

95 SEP 11 AM 10:30

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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.

1. The name of the corporation is: XISA, INC.

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

Francisco J. Ardois
(NAME)

13424 S. W. 73 Terrace
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Miami, Florida 33183
(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)
Francisco J. Ardois

August 30, 1995
(DATE)