

Charter Number Only

1990058579

Comprehensive business service

10651 N. Lendall Dr #201

Miami, FL 33176

REVISION ONLY

100002913881-4
-06/24/99-01007-003
*****78.75 *****78.75

CORPORATION(S) NAME

ally Enterprise Corp



Empire Toll Free: 1-800-432-3028

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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1999-14746

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

June 24, 1999

EMPIRE

MIAMI, FL

SUBJECT: ALLY ENTERPRISE CORP.
Ref. Number: W99000014746

We have received your document for ALLY ENTERPRISE CORP.. However, the document has not been filed and is being returned for the following:

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. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 599A00033674

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ALLY K ENTERPRISE CORP.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is ALLY K ENTERPRISE CORP.

ARTICLE II

The term of existence of the Corporation is perpetual.

ARTICLE III

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

The aggregate number of shares which the Corporation has authority to issue is one hundred (100), all of which shall be common shares having a par value of One Dollar (\$1.00) per share.

ARTICLE V

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase

un-issued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or to acquire shares of any such un-issued or treasury shares.

ARTICLE VI

The street address of the initial registered office of the Corporation is:

9820 N.W. 16th Court
Pembroke Pines, FL 33024

The name of the registered agent of such address is:

Gildardo A. Lema

ARTICLE VII

The initial address of the principal office of the Corporation in the State of Florida is:

9820 N.W. 16th Court
Pembroke Pines, FL 33024

ARTICLE VIII

The initial Board of Directors of the Corporation shall be two (2) directors. The number of directors may be increased or diminished from time to time by bylaws adopted by the shareholder(s).

ARTICLE IX

The name and address of the first Board of Directors of the Corporation, who shall hold office for the first year, or until their successors are chosen, are :

Gildardo A. Lema
9820 N.W. 16th Court
Pembroke Pines, FL 33024

Juan Esteben Pajon
Calle 2 Sur, #43-C83
Medellin, Colombia

ARTICLE X

The names and addresses of the Officers of the Corporation who shall hold office for the first year, or until their successors are chosen by the Board of Directors in accordance with the bylaws, are:

Gildardo A. Lema President & Treasurer
9820 N.W. 16th Court
Pembroke Pines, FL 33024

Juan Esteben Pajon Vice-President & Secretary
Calle 2 Sur, #43-C83
Medellin, Colombia

ARTICLE XI

The name and address of the sole incorporator of this Corporation is:

Gildardo A. Lema
9820 N.W. 16th Court
Pembroke Pines, FL 33024

ARTICLE XII

The names and addresses of the subscribers to these Articles of Incorporation and the number of shares of common stock each agrees to take are:

Gildardo A. Lema 50 Shares or 50%
9820 N.W. 16th Court
Pembroke Pines, FL 33024


Mario G. Pajon Alvarez 50 Shares or 50 %
Calle 2 Sur, #43-C83
Medellin, Colombia

ARTICLE XIII

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any writing inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17th day of June 1999.

Signature: _____


GILDARDO A. LEMA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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:

ALLY K ENTERPRISE CORP.

2. The name and address of the registered agent are:

Gildardo A. Lema
9820 N.W. 16th Court
Pembroke Pines, FL 33024

SIGNATURE: _____

TITLE: _____

DATE: _____

G. Lema

President - 6-17

6-17-99

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TALLAHASSEE FLORIDA

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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: _____

DATE: _____

G. Lema

6-17-99