

9900102051

OFFICE USE ONLY (Document #)

LIZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

600003042586--6
-11/12/99--01053--022
*****78.75 *****78.75

OFFICE USE ONLY

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

1. ~~SECRETARY, INC.~~
(Corporation Name) (Document #)
2. ~~SECRETARY, INC.~~
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

RECEIVED
 99 NOV 22 AM 11:46
 DIVISION OF CORPORATIONS
 TALLAHASSEE FLORIDA

- Walk in
 Pick up time *2.00*
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<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

FILED
 99 NOV 22 PM 1:38
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

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

Handwritten signature and initials

Examiner's Initials

W99-26146



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 12, 1999

LAZARUS CORPORATE FILING SERVICES, INC.
3320 SW 87TH AVE
MIAMI, FL

SUBJECT: OCEANO, INC.
Ref. Number: W99000026146

We have received your document for OCEANO, INC. 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) 487-6924.

Kimberly Rolfe
Corporate Specialist Supervisor

Letter Number: 199A00054622

*Translation For the new NAME
Deep Ocean Investments, Corp.*

RECEIVED
99 NOV 22 AM 11:34
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

**ARTICLES OF INCORPORATION
OF
OCEANO PROFUNDO INVESTMENTS, CORP.**

The undersigned incorporator, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name and address of this corporation shall be:

OCEANO PROFUNDO INVESTMENTS, CORP.
8500 W FLAGLER STE B-208
MIAMI, FL. 33144

ARTICLE II - EXISTENCE

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE OF CORPORATION

The corporation may transact any or all lawful business for which corporations may be incorporated under the laws of the State of Florida and of the United States.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is 300 shares of common stock having \$ 1.00 par value.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - NAME OF REGISTERED
AGENT AND ADDRESS OF REGISTERED OFFICE**

The name and street address of the corporation's initial registered resident agent shall be:

ALBERTO PARDO
8500 W FLAGLER STE B-208
MIAMI, FL. 33144

FILED
99 NOV 22 PM 1:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

Initially this corporation shall have three directors. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial directors are:

ALBERTO PARDO P/D	8500 W FLAGLER STE B-208 MIAMI, FL 33144
MARCELO C. TERZI V/D	8500 W FLAGLER STE B-208 MIAMI, FL. 33144
GASTON PARDO T/D	8500 W FLAGLER STE B-208 MIAMI, FL. 33144

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is :

ALBERTO PARDO
8500 W FLAGLER STE B-208
MIAMI, FL. 33144

ARTICLE IX - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of directors and shareholders.

ARTICLE X - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned has (have) executed these Articles of Incorporation this 27th day of October 1999.


Signature/Title D/P

**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, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

OCEANO PROFUNDO INVESTMENTS, CORP.

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

ALBERTO PARDO
8500 W FLAGLER STE B-208
MIAMI, FL 33144

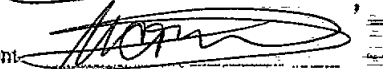
Having been named to accept services of process for the above stated corporation, at the place designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

SIGNATURE :

President:



Vice-President:



Treasurer:



DATE:

FILED
99 NOV 22 PM 1:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA