

FOI 000001259

OFFICE USE ONLY

EXPRESS CORPORATE FILING SERVICE INC.
 (Requestor's Name)
 3940 W. FLAGLER ST. 2nd FLOOR
 (Address)
 MIAMI, FLORIDA 33134 (305)444-4994
 (City, State, Zip) (Phone #)

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 -03/06/01--01096--013
 *****78.75 *****78.75

OFFICE USE ONLY

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

1. International Overseas Invest, INC
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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

RECEIVED
 01 MAR -6 PM 1:10
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input 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
 01 MAR -6 PM 2:28
 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 checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

3/6

Examiner's Initials

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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- 1. INTERNATIONAL OVERSEAS INVEST INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of natural person or partnership if not so contained in the name at present.)
- 2. BRITISH VIRGIN ISLANDS
(State or country under the law of which it is incorporated)
- 3. Applied for _____
(FEI number, if applicable)
- 4. 03/05/01
(Date of incorporation)
- 5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
- 6. February 1st, 2001
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
- 7. _____

2588 S.W. 27th Ave. - Miami, FL 33133
(Current mailing address)

- 8. INTERNATIONAL REAL ESTATE INVESTMENT
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: ANTONIO GARCIA

Office Address: 2588 S.W. 27th Ave.

Miami, Florida, 33133
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative 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's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY -- P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: FERNANDO RAUL D'ACUNTO

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: FERNANDO RAUL D'ACUNTO

Address: 2588 S.W. 27th Ave.

Miami, FL 33133

~~Vice President~~ Secretary: _____

Address: _____

Secretary: SILVANA MABEL ORTIZ de D'ACUNTO

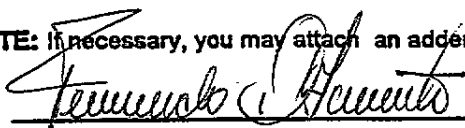
Address: 2588 S.W. 27th Ave.

Miami, FL 33133

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. FERNANDO RAUL D'ACUNTO - PRESIDENT

(Typed or printed name and capacity of person signing application)



TERRITORY OF THE BRITISH VIRGIN ISLANDS
 THE INTERNATIONAL BUSINESS COMPANIES ACT
 (CAP. 291)

FILED
 01 MAR -6 PM 2:28
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA
 (Section 114)

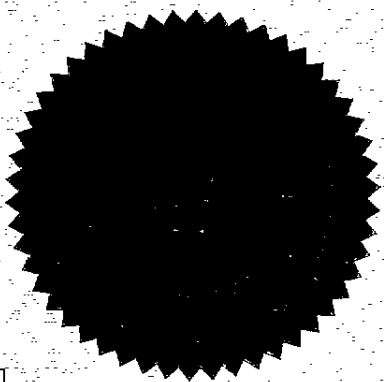
CERTIFICATE OF GOOD STANDING

No. 314964

INTERNATIONAL OVERSEAS INVEST INC.

The Registrar of Companies of the British Virgin Islands
 HEREBY CERTIFIES that:

1. The above company was duly incorporated under the provisions of the International Business Companies Act, (Cap.291) on the 5th day of March, 1999 as Company No. 314964 of the register of International Business Companies.
2. The name of the Company is still on the register of International Business Companies and the company has paid all fees, licence fees, and penalties due and payable under the provisions of sections 104 and 105 of the said Act.
3. The company has not submitted to me articles of merger or consolidation that have not yet become effective.
4. The company has not submitted to me articles of arrangement that have not yet become effective.
5. The company is not in the process of being wound up and dissolved.
6. No proceedings have been instituted to strike the name of the company off the said register.
7. In so far as is evidenced by the documents filed with me the company is in good legal standing.



Given under my hand and seal
 at Road Town, Tortola in the
 Territory of the British Virgin Islands
 this 2nd day of February, 2001

[Signature]
 REGISTRAR OF COMPANIES

CRTI004L

