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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: Bertin J. Perez and Associates, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Bertin J. Perez
(Name of Person)

Bertin J. Perez and Associates, Inc.
(Firm/Company)

715 Escobar Avenue
(Address)

Coral Gables, FL 33134
(City, State and Zip Code)

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Walk-In

Should you need to call someone concerning this matter, please call:

Bertin J. Perez at (305) 592 - 2324
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 AM 11:38

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

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

1. Bertin J. Perez and Associates, 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 a natural person
or partnership if not so contained in the name at present.)

2. Delaware 3. 65-0779672
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 27, 1994 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 9, 1998
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 715 Escobar Avenue
Coral Gables, FL 33134
(Current mailing address)

8. Financial Advisor
(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:

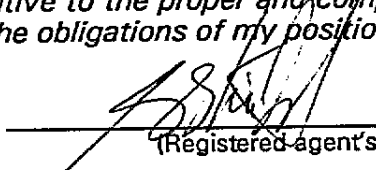
Name: Bertin J. Perez

Office Address: 715 Escobar Avenue

Coral Gables, Florida, 33134
(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.

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DIVISION OF CORPORATIONS
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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: Bertin J. Perez

Director
Address: 715 Escobar Avenue
Coral Gables, FL 33134

Vice Chairman: Maria L. Miranda de Perez

Director
Address: 715 Escobar Avenue
Coral Gables, FL 33134

Director: Bertin Henry Perez

Address: 715 Escobar Avenue
Coral Gables, FL 33134

Director: Charles J. Sanchez

Address: 3075 N.W. 107th Avenue
Miami, FL 33172

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

President: Bertin J. Perez

Address: 715 Escobar Avenue
Coral Gables, FL 33134

Vice President: Maria L. Miranda de Perez

Address: 715 Escobar Avenue
Coral Gables, FL 33134

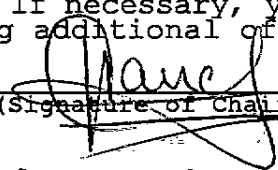
Secretary: Bertin J. Perez

Treasurer
Address: 715 Escobar Avenue
Coral Gables, FL 33134

~~Assistant Secretary:~~ Charles J. Sanchez

Address: 3075 N.W. 107th Avenue, Miami, FL 33172

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

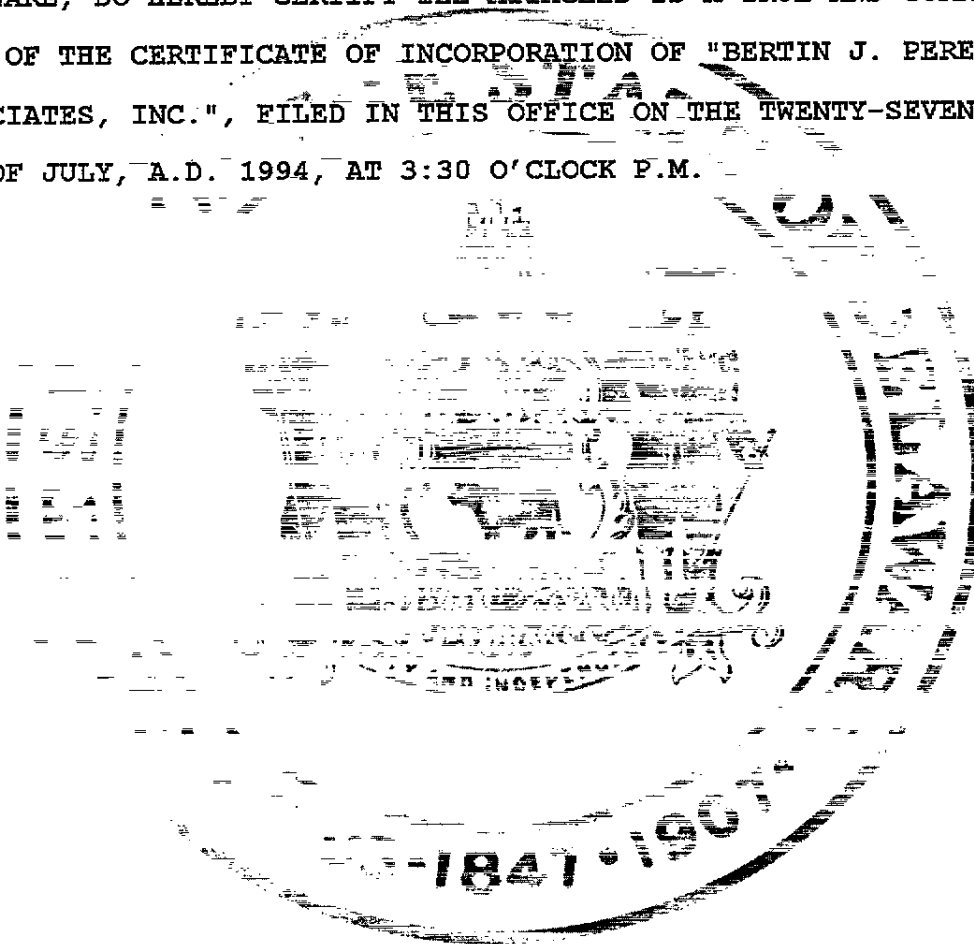
13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Charles J. Sanchez, Assistant Secretary, Director
(Typed or printed name and capacity of person signing application)

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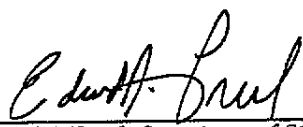
State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "BERTIN J. PEREZ & ASSOCIATES, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JULY, A.D. 1994, AT 3:30 O'CLOCK P.M.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

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AUTHENTICATION: 8908314

DATE: 02-06-98