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PATRONATO DE AMPARO SOCIAL

MANTA, ECUADOR - FL, USA

3250 N. Palm Aire Drive, Building 12, Apt. 208

Pompano Beach, FL 33069

Phone (954) 984-2199

June 13th, 2002

Florida Department of State
Division of Corporations
New Filings Section
P.O. Box 6327
Tallahassee, FL 32314

02 JUN 28 AM 8:39
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam,

Enclosed please find the Articles of Incorporation for

PATRONATO DE AMPARO SOCIAL

MANTA, ECUADOR - FL, USA

A Florida Non-Profit Corporation. A money order in the amount of \$ 78.75 is enclosed to cover charges for filing.

Please file and return a stamped set of copy to our office.

Thank you for your prompt attention to this matter.

Yours truly,

Amparo C. Rojas
Amparo C. Rojas
President

ACR: ra

Enclosures

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 25, 2002

AMPARO C. ROJAS
% PATRONATO DE AMPARO SOCIAL MANTA, ECUA
3250 N. PALM AIRE DR. BLDG. 12, APT 208
POMPANO BEACH, FL 33069

SUBJECT: PATRONATO DE AMPARO SOCIAL MANTA, ECUADOR-FL, USA
Ref. Number: W02000018508

We have received your document for PATRONATO DE AMPARO SOCIAL MANTA, ECUADOR-FL, USA. However, the document has not been filed and is being returned for the following:

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

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) 245-6934.

Loria Poole
Corporate Specialist
New Filings Section

Letter Number: 002A00040789

ARTICLES FOR INCORPORATION
OF
PATRONATO DE AMPARO SOCIAL
MANTA, ECUADOR - FL, USA, INC.

We, the undersigned natural persons, all of whom are citizens of the State of Florida, and who are more than 18 years of age, acting as incorporators of a corporation pursuant to the Florida Non-Profit Corporation Act, Chapter 617, Florida Statutes do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I NAME

The name of the corporation shall be:

PATRONATO DE AMPARO SOCIAL
MANTA, ECUADOR - FL, USA, INC.

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ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be 3250 N. Palm Aire Drive, Building 12, Apt. 208, Pompano Beach, FL 33069.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

(A) The specific and primary purpose of the corporation shall be support and charitable activities within the meaning of Section (c) (3) of the Internal Revenue Code, as the same now exists or may hereafter be amended to further the support activities and enhance the well being and prosperous grow of the Patronato de Amparo Social, Manta, Ecuador - FL, USA, INC..

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are initial directors are:

Amparo C. Rojas - President

3250 N Palm Aire Drive, Building 12, Apt.

Cesar Delgado – Treasurer

Jorge Rojas – Secretary

208, Pompano Beach, FL 33069
3250 N Palm Aire Drive, Building 12, Apt.
208, Pompano Beach, FL 33069
3250 N Palm Aire Drive, Building 12, Apt.
208, Pompano Beach, FL 33069

The term, number, qualification and selection of the directors shall be fixed by the by-laws; provided, however, that vacancies on the board of directors, whether caused by death, resignation, removal, or otherwise, shall be filled by affirmative vote of a majority of the remaining directors, although less than the quorum.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Amparo C. Rojas
3250 N Palm Aire Drive
Building 12, Apt. # 208
Pompano Beach, FL 33069

ARTICLE VI LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.

ARTICLE VII INDEMNIFICATION

The corporation shall indemnify its officers and directors with respect to any costs or expenses incurred in connection with any claim asserted by reason of being or having been an officer or director, to the maximum extent permitted by the laws of Florida, subject to any restrictions on indemnification or the determination of a right to indemnification set forth in the Florida Non-Profit Corporation Act.

ARTICLE VIII

(A) No part of the net earnings of the corporation shall inure to the benefit of any director of the corporation, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation in furtherance of one or more of its purposes), and no director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

(B) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene with (including the publication for distribution of statements) any political campaign on behalf of any candidate for public office.

(C) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, as amended, or corresponding section of any future federal tax code.

(D) The corporation shall distribute its income for each taxable year at such time and manner as not subject the corporation to tax under Section 4942 of the Internal Revenue Code and its regulations; shall engage in an act of self-dealing, as defined in Section 4941(d) of the Internal Revenue Code and its regulations; shall not retain any excess business holdings, as defined in Section 4943 (c) of the Internal Revenue Code and its regulations; shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code and its regulations, and shall not make any taxable expenditures, as defined in Section 4945(d) of the Internal Revenue Code and the regulations there under now exist or may be amended.

ARTICLE IX

Upon the dissolution of the corporation, any and all assets remaining after satisfaction of all liabilities and obligations of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, as amended, or corresponding section of any future federal tax code. In the event the Board of Directors of the corporation shall cease to function prior to the dispositions of all assets, all remaining assets shall be disposed of by the Board of Directors of PATRONATO DE AMPARO SOCIAL MANTA, ECUADOR - FL, USA, INC., exclusively for such purpose or to such organization or organizations, as the Board of Directors, shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X INCORPORATOR (S)

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

**Amparo C. Rojas – President
3250 N. Palm Aire Drive
Building 12, Apt. 208,
Pompano Beach, FL 33069**

Cesar Delgado - Treasurer
3250 N. Palm Aire Drive
Building 12, Apt. 208,
Pompano Beach, FL 33069

Jorge Rojas - Secretary
3250 N. Palm Aire Drive
Building 12, Apt. 208,
Pompano Beach, FL 33069

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this
13th day of June, 2002.

Amparo C. Rojas

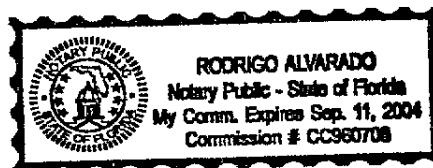
Amparo C. Rojas - President
DOB: 01-24-1941
SS# 595-30-2537
FL Driver License # R220-003-41-524-0

Sworn and subscribed before me this 13th day of June, 2002
By: Amparo C. Rojas and produced proper identification as indicated above

Rodrigo Alvarado

Rodrigo Alvarado
Public Notary of the State of Florida

My Commission Expires:



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, 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:

**PATRONATO DE AMPARO SOCIAL
MANTA, ECUADOR - FL, USA, INC.**

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

**Amparo C. Rojas
3250 N Palm Aire Drive
Building 12, Apt. 208,
Pompano Beach, FL 33069**

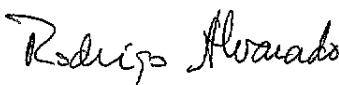
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TALLAHASSEE, FLORIDA

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.

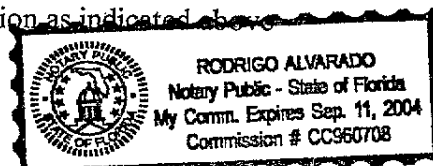

Amparo C. Rojas

Sworn and subscribed before me this 13th day of June, 2002

By: Amparo C. Rojas and produced proper identification as indicated above



Rodrigo Alvarado
Public Notary of the State of Florida



My Commission Expires: