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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-08/16/02--01029--001
*****78.75 *****78.75

SUBJECT: Intera-merica Community Foundation for Sustainable
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) Development, Inc

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Active Filings, LLC
Name (Printed or typed)

10651 NE 11 Court
Address

Miami Shores, FL 33338
City, State & Zip

305-899-8700
Daytime Telephone number

02 AUG 19 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation For

Interamerica Community Foundation for Sustainable Development, Inc.

Articles of Incorporation

The articles of incorporation are pursuant to Chapter 617, Florida Statutes (Not for Profit).

Article I Name

The name of this corporation shall be: the Interamerica Community Foundation for Sustainable Development, hereinafter designated as Interamerica.

Article 11 Principal Place of Business and Mailing Address

The principal place of business and mailing address of this corporation shall be:
#328 – 1917 West 4h Avenue
Vancouver BC V6J 1M7
Canada

Article III Purpose(s)

The purposes for which the corporation is organized are:

- 3.1 To facilitate the appropriate transfer of environmental technology from the U.S.A. and Canada to the municipalities and small and medium size enterprises (SMES) of Latin American and Caribbean countries.
- 3.2 To provide the indispensable management expertise, know-how, assistance, equipment and technical support to carry out Interamerica's general purposes.
- 3.3 To promote co-operation with all levels of governments and citizens in Latin America and the Caribbean in planning educational and training programs in order to spread the use of electronic and computer systems in urban and rural areas.
- 3.4 To assist local communities in the region to preserve the natural resources, enhance the quality of life through the creation of high technology jobs and the development of the means of improving the urban infrastructure, as well as the establishment of recycling systems to recuperate and re-use important materials and energy sources.
- 3.5 To encourage and promote in the municipal and regional levels the acquisition of advance knowledge through education to facilitate the transition from the traditional economy to a new order with an important role for global technology.
- 3.6 To strengthen and build alliances with organizations and foundations throughout the world incorporating members of all professions dedicated to the preservation and enhancement of the natural resources of the region.

Article IV Manner of Election

The manner in which the directors are elected or appointed is stated in the By-laws.

Article V Initial Directors/Officers

The name(s), addressees), and title(s):

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Antonio Urrello (President): 1310 Walnut Street, Vancouver, BC V6J3R3 (Canada)
 Lorna Chapman (Treasurer): 27060 Elk Park Road, Welches, Oregon 97067-9710 (U.S.A.)
 Raul Gonzalez (Secretary): #71 - 1415 Lamey's Mill Road, Vancouver, BC V6H 3W1 (Canada)
 Antonio Brun (Director): 2727 NW 62nd Street, P.O. Box 408399, Fort Lauderdale, Florida
 33340-8399 (U.S.A.)

Article VI Initial Registered Agent and Street Address

The name and Florida street address of the registered agent is:

Active Filings, LLC
 10651 NE 11th Court
 Miami Shores, FL 33138

Article VII Incorporator

The name and address of the Incorporator is:

Nina Birnbach for Active Filings, LLC
 10651 NE 11 Court
 Miami Shores, FL 33138

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Nina Birnbach for 8/12/02
 Signature/Registered Agent Active Filings LLC Date

Nina Birnbach 8/12/02
 Signature/Incorporator Date

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