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 TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE, INC.
 (Requestor's Name)
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 (City, State, Zip) (Phone #)
 LOCAL REPRESENTATIVE TALLAHASSEE

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 ****122.50 ****122.50

OFFICE USE ONLY

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

1. MUNICIPIO DE PINAR DEL RIO, INC.
 (Corporation Name) (Document #)
2. translation: The PINAR DEL RIO MUNICIPALITY
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

RECEIVED
 98 APR 22 AM 11:15
 DIVISION OF CORPORATION

- Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" 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

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

W98-9022
 K. Rolfe APR 22 1998
 K. Rolfe APR 28 1998

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 22, 1998

LAZARUS CORPORATE FILING SERVICE, INC.

MIAMI, FL

SUBJECT: MUNICIPIO DE PINAR DEL RIO, INC.
Ref. Number: W98000009022

We have received your document for MUNICIPIO DE PINAR DEL RIO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 798A00021781

ARTICLES OF INCORPORATION
OF
MUNICIPIO DE PINAR DEL RIO, INC.

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TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation shall be MUNICIPIO DE PINAR DEL RIO, INC.

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, 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. No substantial part of the activities of the Corporation shall be the carrying on of propoganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

- 2. GUSTAVO MATA Vice President
2155 N.W. 6 Street
Suite 2
Miami, FL 33125
- 3. TOMAS MONTESINO Secretary
2155 N.W. 6 Street
Suite 2
Miami, FL 33125
- 4. ADRIANO AZCUY Treasurer
2155 N.W. 6 Street
Suite 2
Miami, FL 33125

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

LAZARO PRUNEDA
2155 N.W. 6 Street
Suite 2
Miami, FL 33125

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 17 day of April, 19 98.

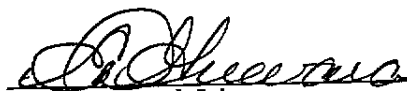
Incorporator:



LAZARO PRUNEDA

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was executed and acknowledged before me this 17 day of April, 19 98, by Lazaro Pruneda, who is personally known or produced _____ as identification.



Notary Public
Edga Guevara

Printed Name

My Commission Expires:



EDGA DIANA GUEVARA
My Commission CC533062
Expires Feb. 15, 2000

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida. MUNICIPIO DE PINAR DEL RIO, INC.. A corporation organizing under the laws of the State of Florida, with its principal office located at 2155 N.W. 6 Street, Suite 2, Miami, Florida 33125, has named LAZARO PRUNEDA, whose address is 2155 N.W. 6 Street, Suite 2, Miami, Florida, as its Agent to accept service of process within this State.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:



LAZARO PRUNEDA

STATE OF: Florida
COUNTY OF: Dade

BEFORE ME, the undersigned authority, this day personally appeared Lazaro Pruneda, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 17 day of April, 1998.


Notary Public

My Commission Expires: (Seal)



EDGA DIANA GUEVARA
My Commission CC533062
Expires Feb. 15, 2000

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TALLAHASSEE, FLORIDA