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Veronique Leclercq
4045 Bonita avenue
Miami, Florida 33133
(305) 668 6314

February 28, 2000

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

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*****78.75 *****78.75

Dear Sir/Madam:

Enclosed is the following:

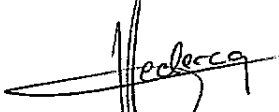
1. Original and one (1) copy of the Articles of Incorporation;
2. Check for \$78.75 payable to the Department of State for filing fee and certified copy; and
3. Self-addressed postage prepaid envelope to return certified copy of Articles to me.

Please file the enclosed articles of Incorporation and forward me a certified copy in the enclosed envelope.

If you have any questions, please do not hesitate to contact me.

I thank you in advance for your anticipated cooperation.

Very truly yours,


Veronique Leclercq

FILED
00 MAR -1 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAR 8 2000

ARTICLES OF INCORPORATION

OF

BIU USA DELEGATION, INC.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of the corporation is BIU USA DELEGATION, INC. Its principal place of business is 4045 Bonita Avenue, Miami, Florida 33133 and its mailing address is 2520 SW 22 Street, # 2312, Miami, Florida 33145.

ARTICLE II

Duration

This corporation shall commence its existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

Purposes

The general purposes for which the corporation is organized are:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act; and
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is **600**. Such shares shall be of a single class and shall have a par value of One U.S. Dollar (U.S. \$1.00) per share.

ARTICLE V

Registered Office and Agent

The street address of the initial registered office of the corporation is **4045 Bonita Avenue, Miami, Florida 33133** and the name of its initial registered agent at such address is **Veronique Leclercq**.

ARTICLE VI

Directors

The number of Directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is three (3). The name and address of the persons who are to serve as the members of the initial board of directors are:

Name: Ricardo (Richard) Brugos Espina
Address: C/Lazaga 14, 2-B
28020 Madrid
Spain

Name: Veronique Leclercq
Address: 4045 Bonita Avenue
Miami, Florida 33133
USA

Name: Guillermo (William) Martin Olsen
Address: c/Colegiata 14, 1 Ext-Iz
28012 Madrid
Spain

ARTICLE VII

Incorporator

The name and address of the Incorporator is:

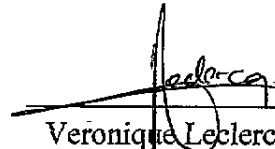
**Veronique Leclercq
4045 Bonita Avenue
Miami, Florida 33133**

ARTICLE VIII

Indemnification

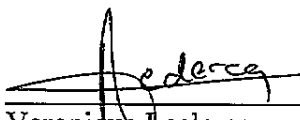
The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him/her in connection with or arising out of any action, suit or proceeding in which he/she may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 28th day of February, 2000.


Veronique Leclercq
Incorporator

Acknowledgement of Appointment by Registered Agent

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 of registered agent.


Veronique Leclercq
Registered Agent

28th of February
Date