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To:
     Division of Corporations
     Fax Number      : (850)922-4001

From:
     Account Name    : FAS-T CORP. AGENTS, INC.
     Account Number  : 071001002335
     Phone           : (305)599-0839
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FLORIDA PROFIT CORPORATION OR P.A.

ALMINCARGA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	$78.75

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N. Culligan APR 24 2000

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ARTICLES OF INCORPORATION OF
ALMINCARGA, INC.

The undersigned subscriber to these Articles of Incorporation, each a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

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ARTICLE I. NAME

The name of the corporation shall be:

ALMINCARGA, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE thousand(1,000) shares of common stock having a par value of ONE($5.00) dollar per share.

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The capital stock may be paid in money, property, labor, or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purpose.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. INITIAL PRINCIPAL OFFICE

The initial office address of this corporation in the State of Florida is:

145 E. FLAGLER ST.
UNIT A-13
MIAMI, FLORIDA 33131

ARTICLE VI. DIRECTORS

This corporation shall have TWO director(s) initially. The number of directors may be increased, but not by more than five (5).

The corporation shall indemnify and hold harmless each person who shall serve at any time thereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become a director or officer, of the corporation, or by reason of any action alleged to have heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or claims of liability provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjusted that such director or officer is liable for negligence or willful misconduct in the performance of his duties.

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ARTICLE VII. INITIAL DIRECTORS & OFFICERS

The name and address of the members of the first Board of Directors and Officers are:

NAME	ADDRESS:
Ana Mercedes Forero President	Carrera 100 No.44-11 Santafe De Bogota,D.C. Colombia
Hector D. Lopez Vice-President	Carrera 100 No.44-11 Santafe De Bogota, D.C. Colombia
Sandra M. Lopez Secretary	Carrera 100 No.44-11 Santafe De Bogota, D.C. Colombia

ARTICLE VIII. AMENDED

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a Stockholders' Meeting by a majority of the stock entitled to vote thereon.

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ARTICLE IX. INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is , 175 Fontainebleau Blvd. Ste. 1-. Miami, Fl. 33172

Incorporator:

IN WITNESS WHEREOF, the undersigned has hereunto set his(her) hand and seal this 21st Day of April 2000.

State of Florida)
)SS:
County of Dade)

BEFORE ME, the undersigned authority, personally appeared , who executed the foregoing Articles of Incorporation this 21st day of April 2000.

NOTARY PUBLIC, State of
Florida at large.
My commision expires:

Aymara Mencia Tunon
My Commission CC607190
Expires December 22, 2000

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act. First that **Almincarga, Inc.**, deciding to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Miami, County of Miami Dade, State of Florida has named Allan Doyle, located at 175 Fontainebleau Blvd, Suite 1-B, Miami, State of Florida, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply within the provision of said Act relative to keeping open said office.

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By: ____________

Date: 4/24/00