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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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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  
Fax Number : (305) 716-0346

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2000 MAY 26 PM 2:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## FLORIDA PROFIT CORPORATION OR P.A.

## CITY CLUB INTERNATIONAL INC.

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

CITY CLUB INTERNATIONAL INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CITY CLUB INTERNATIONAL INC.

The principal place of business of this corporation shall be: 308 SW 11 Ave, Miami Fl 33130.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 100 shares @ \$1.00 par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Osvaldo Rene Trueba ( President )  
308 SW 11 Ave  
Miami Fl, 33130.

Osvaldo Joseph Trueba (Vice-President)  
308 SW 11 Ave  
Miami Fl, 33130.

Aida Lorenzo (Secretary)  
453 W. 40th Pl  
Hialeah Fl, 33012.

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator  
(s) to this articles of incorporation is(are):

Aida Lorenzo  
453 W 40th Pl  
Hialeah Fl, 33012.

IN WITNESS WHEREOF, the undersigned incorporator(s)  
has (have) executed these Articles of Incorporation  
this, 25th day of May 2000

Signature(s) of Incorporator(s)

Aida Lorenzo

\_\_\_\_\_  
\_\_\_\_\_

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CERTIFICATE OF DESIGNATION SECRETARY OF STATE  
REGISTERED AGENT/REGISTERED OFFICE TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, 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:

CITY CLUB INTERNATIONAL INC.

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

AIDA LORENZO

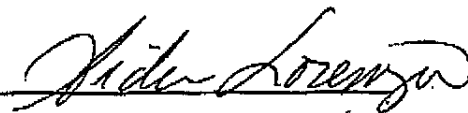
453 W 40th Pl

(P.O. BOX NOT ACCEPTABLE)

Hialeah Fl, 33012

(CITY/STATE/ZIP)

SIGNATURE

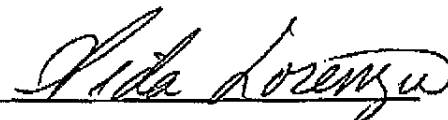


TITLE

DATE 5-25-00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE



DATE 5-25-00