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PA0000056438

May 31, 2000

Office of the Secretary of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

400003275274--9
-06/02/00--01080--017
*****78.75 *****78.75

Re: Venezuelan Services, Inc.

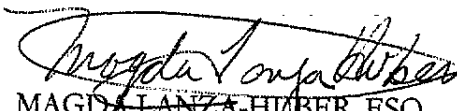
Dear Sir or Madam:

Enclosed herewith for filing please find an original and one copy of the Articles of Incorporation with regard to the above corporation.

Also enclosed is a check in the amount of \$78.75, representing \$35.00 filing fee, \$35.00 registered agent fee., and \$8.75 for a certified copy of the articles of incorporation. Please forward the certified copy to the undersigned attention. I have enclosed a pre-addressed stamped envelope for that purpose

Thank you for your assistance and cooperation in this matter. Should you have any comments or questions, please feel free to contact me.

Sincerely,


MAGDA LANZA-HUBER, ESQ.
Attorney At Law

ML/mla
enclosures

FILED
00 JUN -2, PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
VENEZUELAN SERVICES, INC.**

FILED
00 JUN -2 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators desiring to form a corporation in accordance with Chapter 607 of the Florida Statutes, adopt the following Articles of Incorporation:

**ARTICLE ONE
NAME**

The name of the corporation shall be, Venezuelan Services, Inc.

**ARTICLE TWO
REGISTERED OFFICE AND AGENT**

The location and mailing address of the Corporation's initial registered office in Florida is:

1713 E Silver Springs Blvd
Suite #5
Ocala, FL 34470

The initial registered agent at the registered office is:

Adelmo Alarcon

The corporation's principal office and mailing address is:

1713 E Silver Springs Blvd
Suite #5
Ocala, FL 34470

**ARTICLE THREE
PURPOSE**

The purpose for which the Corporation is organized shall be to engage in the business of creation, developing, selling, delivery, distribution of graphics arts; packaging mailing and delivery of packages, correspondence, items, articles, goods, and letters; buying; delivery, distribution and selling of machinery, tools,

machines and equipment, and any other goods and valuables; and to be engaged in any activity or business permitted under the laws of the United States, of this State, and of any other lawful jurisdiction.

ARTICLE FOUR

It is the intent of the incorporators that this corporation be affiliated to Impresos Alarcón, C.A.; located in Venezuela.

ARTICLE FIVE DURATION

The term of existence of the Corporation is perpetual.

ARTICLE SIX INCORPORATOR

The name and post office address of the incorporators are:

Name	Address
Alba Darlene Alarcon	6235 NW 59 th Ave Ocala, FL 34482
Adelmo Alarcon	6235 NW 59 th Ave Ocala, FL 34482

ARTICLE SEVEN DIRECTORS

The Board of Directors shall consist of 2 members initially. The number of directors may be increased from time to time by the by-laws adopted by the stockholders, but shall never be fewer than two (2). The name and address of the first Board of Directors is as follows:

Alba Darlene Alarcon Vice-President	6235 NW 59 th Ave Ocala, FL 34482
Adelmo Alarcon President	6235 NW 59 th Ave Ocala, FL 34482

**ARTICLE EIGHT
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to have outstanding is 5,000.00, all of which shall be common shares, with par value of \$1.00 per share.

**ARTICLE NINE
STATED CAPITAL**

The amount of capital with which the Corporation shall begin business is \$5,000.00.

**ARTICLE TEN
AMENDMENT OF ARTICLES**

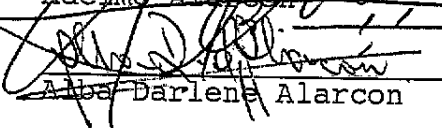
The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

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 stocks entitled to vote thereon, unless all the directors and all the stockholders sign a statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 31st day May, 2000.



Adelma Alarcon



Alba Darlene Alarcon

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 31st day of May, 2000 by Adelmo Alarcon, who is personally known to me or who has produced A-462-000-41-3880 as identification and who did take an oath; and by Alba Darlene Alarcon, who is personally known to me or who has produced A-462-004-56-507-0 as identification and who did take an oath.

Print: _____

Signature: *Magda Lanza*

Notary Public

State of Florida At Large

Commission Expires: May 3, 2000

[Seal]



Magda Lanza
My Commission CC738917
Expires May 3, 2002

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AN AGENT UPON WHOM PROCESS
MAY BE SERVED, AND ACCEPTANCE BY REGISTERED AGENT.**

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

That Venezuelan Services, INC., desiring to organize under the
laws of the State of Florida with its principal office, as indicated
in the Articles of Incorporation, at the city of Ocala, County of
Marion and State of Florida has named Adelmo Alarcon as its agent to
accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

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.


Adelmo Alarcon
REGISTERED AGENT

5/31/00
DATE

FILED
00 JUN -2 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA