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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
FROM: ALBERT J. XIQUES, ESQ.
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NAME: Internet Consulting Group, Inc.
AUDIT NUMBER.....H000000029409
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 1, 2000

ALBERT J XIQUES

SUBJECT: INTERNET CONSULTING GROUP, INC.
REF: W00000013920

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS INTERNET CONSULTING GROUP CORPORATION DOC #P96000094517.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H00000029409
Letter Number: 100A00030846

Fax Audit No. H00000029409

**ARTICLES OF INCORPORATION
OF
INTERNET CONSULTING GROUP LATAM, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the corporation is **INTERNET CONSULTING GROUP LATAM, INC.** The mailing address of the corporation shall be 1000 Brickell Avenue, Suite 660, Miami, FL 33131.

**ARTICLE II
DURATION**

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

**ARTICLE III
PURPOSE**

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

Fax Audit No. H00000029409
This instrument prepared by:
Alberto J. Xiques, Esq.
Fla. Bar No. 948217
RODRIGUEZ & MACHADO, P.A.
1000 Brickell Avenue, Suite 660
Miami, Florida 33131
(305) 377-1000

Fax Audit No. H00000029409

ARTICLE IV
POWERS

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock (the "Common Shares"). All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one (1) vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI
SPECIAL MEETINGS

Special meetings of the shareholders of the Corporation shall be held when directed by the Chairman of the Board, The Secretary, or by a sufficient number of the directors to constitute a quorum, or when requested in writing by the holders of not less than 20% of the Common Shares entitled to vote at the meeting.

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is:

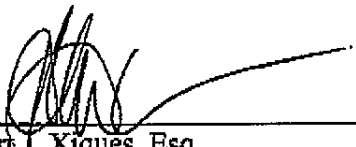
Albert J. Xiques, Esq.
Rodriguez & Machado, P.A.
1000 Brickell Avenue, Suite 660
Miami, Florida 33131

Fax Audit No. H00000029409

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1000 Brickell Avenue, Suite 660, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is Albert J. Xiques, Esq.

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 12 day of July, 2000.

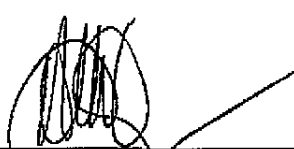


Albert J. Xiques, Esq.
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, we hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VII of such Articles.

IN WITNESS WHEREOF, as said registered agent, we have caused this Statement to be signed on this 12 day of July, 2000.

By 

Albert J. Xiques, Esq.

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TALLAHASSEE, FLORIDA