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Jose D. Enriquez Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 11, 2000

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*Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Attn: Fling Specialist*

Dear Sir or Madam:

Enclosed, please find the articles of incorporation for ISEEUTOO, INC. and a check for SEVENTY EIGHT AND SEVENTY FIVE CENTS to cover the filing fees. Mail a copy of the new corporation certificate to the following address: Jose D. Enriquez Jr., 10395 N.W. 28th. Street, Miami, Florida 33165. If you have any questions and/or comments regarding this matter, feel free to call me at 305-496-2124.

Sincerely,

Jose D. Enriquez Jr.

Encl.

*R
8/28/00 -*

ARTICLES OF INCORPORATION
of
ISEEUTOO, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is Iseutoo, Inc..

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

9190 SW 61st. Court
Miami, Florida 33156

ARTICLE III
SHARES

The total number of shares which the corporation shall have authority to issue is 3,000,000 shares with a par value of \$1.00 per share.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Joana Salmon Truzell
9190 SW 61st. Court
Miami-Dade County
Miami, FL 33156

**ARTICLE V
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE VI
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Mauricio Salmon Cruz, Director, President
9190 SW 61st. Court
Miami, Florida 33156

Joana Salmon Truzell, Director
9190 SW 61st. Court
Miami, Florida 33156

Alvaro Payeras, Director, Vice-President
9190 SW 61st. Court
Miami, Florida 33156

Juan Luis Lobo Rodriguez, Director, Treasurer
9190 SW 61st. Court
Miami, Florida 33156

Alejandro Vergez, Director, Secretary
9190 SW 61st. Court
Miami, Florida 33156

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

**ARTICLE VII
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of

unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VIII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

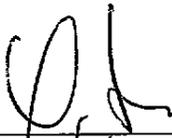
Corporate Seal. The corporation shall have a corporate seal, which shall be affixed to all deeds, mortgages, and other instruments affecting or relating to real estate.

Execution of Written Instruments. All instruments that are executed on behalf of the

corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

Certification

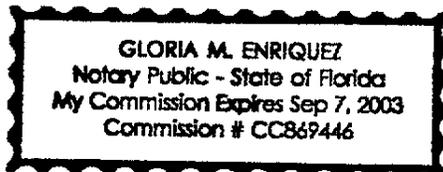
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



Mauricio Salmon Cruz, Incorporator
9190 SW 61st. Court
Miami, FL 33156

State of Florida, County of Miami-Dade, ss:

Subscribed and sworn to (or affirmed) before me this 27 day of
APRIL, 2000



Notary Public

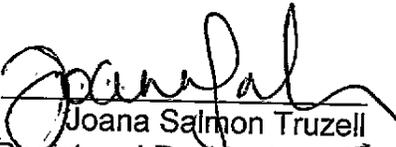
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT BY RESIDENT AGENT

Having been appointed to accept service for **ISEEUTOO, INC.**, at the place designated in the foregoing Articles, I hereby accept the appointment as registered agent as contained in the foregoing Articles of Incorporation and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and state that I am familiar and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.


Joana Salmon Truzell
Registered Resident Agent