

P000000085808

Miami, Fla., August 25, 2000.

To:

DEPARTMENT OF STATE
CORPORATIONS DIVISION
P.O. Box 6327
Tallahassee, Florida 32314.

FILED
00 SEP 11 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attn. Director of Department.

100003375121--4
-08/28/00-01115-006
*****78.75 *****78.75

Dear Sir:

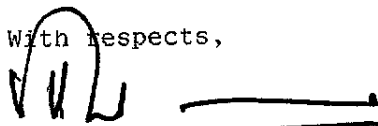
Re: OVERLAND TRADING INC.

I am hereby, submitting to your appreciation and approval the Articles of a Corporation OVERLAND TRADING INC. to be registered in this Department.

I hope that these Articles are in accordance with the required by the Department and Florida's Laws.

Just in case, for any doubt, please do not hesitate contacting me.

With respects,



Abdo Carim Rumie

W-21562

9-12



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 31, 2000

ABDO CARIM RUMIE
210 SW 11 ST. APT 410
MIAMI, FL 33130

SUBJECT: OVERLAND TRADING INC.
Ref. Number: W00000021562

We have received your document for OVERLAND TRADING INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Joey Bryan
Document Specialist

Letter Number: 900A00046676

ARTICLES OF INCORPORATION
STANDARD INVESTMENTS CORP.

ARTICLE I

The name of this Corporation shall be
STANDARD INVESTMENTS CORP.

ARTICLE II
PURPOSE

This Corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue at any time is 1000 shares of \$500.00 per value each.


ARTICLE IV
PREEMPTIVE RIGHTS

The shareholders of this Corporation shall be have preemptive rights to acquire unissued or treasury shares of the Corporation, right to subscribe to or to acquire shares of the Corporation to the extent that the stockholders might so specifically set forth. Lacking this affirmative action by the Stockholders, there shall be no such preemptive rights.

ARTICLE V
TERM OF EXISTENCE

This Corporation is to have perpetual existence.

ARTICLE VI
ADDRESS

 The principal office of this Corporation shall be located at, 245 SE 1st. Street suite 300, Miami, Fl. 33131, with the Corporation retaining the power of moving its offices to any other address in Florida, as may from time to time be determined and authorized by its board of Directors, with branch offices in such others cities or countries as may, from time to time, be authorized by its Board of Directors.

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ARTICLE VII
REGISTERED AGENT

The initial registered office of this Corporation shall be at 245 SE 1st. Street suite 300, Miami, Fl. 33131. The initial registered agent at 825 Brickell Bay Dr. suite 447, Miami, Fl. 33131, shall be Mr. Silvio Salgado.

ARTICLE VIII
BOARD OF DIRECTORS

This Corporation shall at all the times have at least one and not more than 5 (five) Directors, who shall conduct the business of the Corporation as a Board of Directors. The Stockholders of this Corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the Corporation.

ARTICLE IX
INITIAL OFFICERS AND BOARD OF DIRECTORS

The names and addresses of the initial Officers and Members of the First Board of Directors of the Corporation who shall hold office until the first annual meeting of Shareholders or until their successors are elected and qualified or until their earlier resignation, removal from office or death are:


President, Secretary and Director:
ABDO CARIM RUMIE
210 SW 11 St. Apt. 410
Miami, Fl. 33130

ARTICLE X
SUBSCRIBERS

The name and address of the subscriber is:

ABDO CARIM RUMIE
210 SW 11 St. Apt. 410
Miami, Fl. 33130

ARTICLE XI
BY LAWS

 The By Laws of this Corporation may be created, amended, changed or replaced by the Stockholders of the Corporation at any duly scheduled Special Meeting called for that purpose.

ARTICLE XII
INDEMNIFICATION OF DIRECTORS

Every person who now is or hereafter shall become a Director of this Corporation, shall be indemnified by the Corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him or her in connection with or resulting from any action, suit or proceedings, of whatever nature, to which he or she is or shall be made a part by reason of him or her being or having been a Director of the Corporation (whether or not he or she is made a part to such action, suit or proceeding or at the time such cost or expense is incurred by or imposed upon him or her)

However, as exception is made to the above in relation to matters as to which he or her shall be finally adjudged in such action, suit or proceeding to have been derelict in the performances of the duties imposed on him or her, as such Director.

The right of indemnification herein provided for shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

IN WITNESSES WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation this 7th day of September, 2000.


Abdo Carim Rumie

STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY, that on this 26th of July 2000, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgements, Abdo Carim Rumie to me well known, and known to me to be the persons who executed the foregoing Articles of Incorporation, and acknowledged that they signed and executed the same for the uses and purposes herein stated.

IN WITNESSES WHEREOF, I have hereunto set my hand and official seal as Dade County, Florida, the day and year above written.

My commission expires:

File No. etc. R 100-003-33-295-0


NOTARY PUBLIC

State of Florida at Dade

 ARNALDO BECERRA
COMMISSION # CC633868
EXPIRES APR 14, 2001
BONDED THROUGH
ATLANTIC BONDING CO. INC

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES THE FOLLOWING
IS SUBMITTED:

FIRST - That STANDARD INVESTMENTS CORP, desiring to
organize under the Laws of the State of Florida, with its princi-
pal office as indicated in the Articles of Incorporation at
Miami, State of Florida, has named Silvio Salgado, whose regis-
tered address is 825 Brickell Bay Dr. suite 447, Miami, Fl.
33131, State of Florida, as its agent to accept service of pro-
cess within Florida.

ACKNOWLEDGMENT:

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 Florida Statutes
relative to the proper and complete performance of my duties.

Silvio Salgado
REGISTERED AGENT: Silvio Salgado

Dated: 09/07/00

FILED
00 SEP 11 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA