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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. TERRAMODA, INC.

(Corporation Name)

(Document #)

2. (Corporation Name)

(Document #)

3. (Corporation Name)

(Document #)

4. (Corporation Name)

(Document #)



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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

RECEIVED
00 OCT -9 AM 11:54
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
TERRAMODA, INC

FILED
00 OCT -9 AM 11:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I.

NAME

The name of the corporation shall be TERRAMODA, INC.

II.

DURATION

The duration of the corporation shall be perpetual.

III

PURPOSES

The purposes for which the corporation is initially organized is the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

IV.

SHARES OF STOCK

The Corporation shall have authority to issue one hundred (100) shares of common stock having a par value of one dollar (\$1.00)

V.

PRINCIPAL OFFICE

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

1790 West 49th Street, Suite # 201
Hialeah, Fl. 33012

VI.

DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased from time to time by the by-laws but shall never be less than ONE.

The names and addresses of the initial directors of the corporation are:

Carlos Ignacio Arcila
1790 West 49th Street, Suite # 201
Hialeah, Fl. 33012

VII.

INCORPORATORS

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

Carlos Ignacio Arcila
1790 West 49th Street, Suite # 201
Hialeah, Fl. 33012

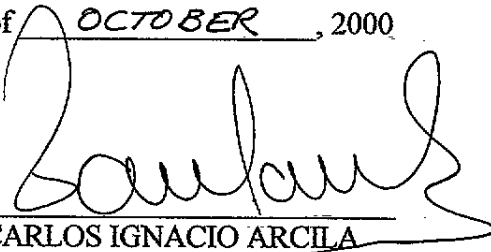
VIII

REGISTERED AGENT

Pursuant to the provisions of Section 48.091, Florida Statutes, the Following is the designation of the Registered Agent on whom service of process may be made:

CARLOS IGNACIO ARCILA
1790 West 49th Street, Suite # 201
Hialeah, Fl. 33012


IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 5TH day of OCTOBER, 2000


CARLOS IGNACIO ARCILA

STATE OF FLORIDA }
 } SS:
COUNTY OF DADE }

Before me the undersigned authority personally appeared, CARLOS
IGNACIO ARCILA, who having been duly sworn upon oath deposes and says that
he/she executed the foregoing Articles of Incorporation for the uses and purposes
therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this
5TH day of OCTOBER, 2000

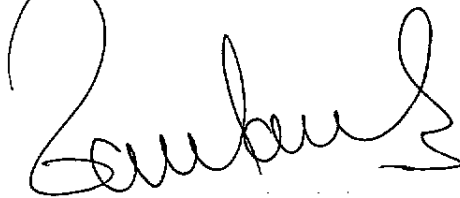
 Angel G Castro, Sr
My Commission CC821304
Expires March 28, 2003


NOTARY PUBLIC

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of TERRAMODA, INC. as set forth in Article VIII of the Articles of Incorporation.

Dated this 5TH day of OCTOBER, 2000



CARLOS IGNACIO ARCILA

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