

P00000113338



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 927114 81133A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pujat

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 11 PM 4:23

ORDER DATE : December 11, 2000

ORDER TIME : 3:15 PM

ORDER NO. : 927114-005

CUSTOMER NO: 81133A

CUSTOMER: Mr. Ade Gomez
Jose A. Saavedra, Esq

8th Floor
1428 Brickell Avenue
Miami, FL 33131

900003496169--9

DOMESTIC FILING

NAME: LEAD INTERNATIONAL INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

js 12/12/00

RECEIVED
00 DEC 11 PM 4:02
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LEAD INTERNATIONAL INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 11 PM 4: 23

ARTICLE I - NAME AND ADDRESS

The name and mailing address of the Corporation is LEAD INTERNATIONAL INC., 1390 South Dixie Highway, Coral Gables, Florida 33146.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000,000 shares of common stock having a one dollar (\$1.00) par value per share.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The initial registered office of this Corporation shall be 1428 Brickell Avenue, 8th Floor, Miami, Florida 33131, and the initial registered agent of this Corporation at such office shall be Jose A. Saavedra, Esquire, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process, and with the provisions of Section 607.0505, Florida Statutes, as amended from time to time, with respect to his duties as registered agent.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) members. The number of directors may be increased from time to time by vote of the stockholders, but in no case shall the number of directors be more than five. The name and address of the directors constituting the initial Board of Directors is:

Name

Address

Luis Varela

1390 South Dixie Highway
Coral Gables, Florida 33146

ARTICLE VII - INCORPORATOR

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

Name

Jose A. Saavedra

Address

1428 Brickell Avenue
8th Floor
Miami, FL 33131

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 11 PM 4:23


Incorporator

STATE OF FLORIDA)
COUNTY OF DADE) SS:

The foregoing Articles of Incorporation of LEAD INTERNATIONAL INC., were acknowledged before me this 8th day of December, 2000 by Jose A. Saavedra, as Incorporator, who produced his Florida drivers license as identification, but did not take an oath.


Notary Public



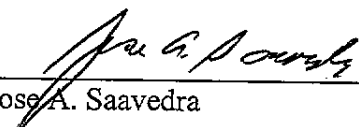
Ade Gomez
Commission # GQ 870279
Expires Sep. 12, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

My commission expires :

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for LEAD INTERNATIONAL INC., at the place designated in the Articles of Incorporation, Inc., Jose A. Saavedra, agrees to comply with the provisions of Section 48.091 relative to keeping open such office, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505.

Date: December 8, 2000


Jose A. Saavedra