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JORGE E. BUSTAMANTE

INTERNATIONAL TRADE CONSULTANT
13605 S.W. 77th Lane
Miami, FL 33183-3202
EMail: JD050264@aol.com

Telephone (305) 382-8979
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December 30, 2000

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*****78.75 *****78.75

Secretary of State
State of Florida
P.O. Box 6327
Tallahassee, Florida 33314

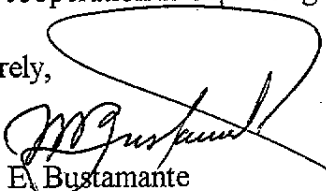
Re: J.E. Bustamante & Associates, Inc.

Enclosed are the Articles of Incorporation dully completed, for the incorporation of the above company, as a Florida Corporation, together with a check in the amount \$ 78.75 in payment of the related expenses.

Please execute the above and send back the Certificate of Incorporation to the undersigned, the new Corporation Registered Agent.

Your cooperation in expediting this matter will be appreciated.

Sincerely,


Jorge E. Bustamante
Registered Agent for
J.E. BUSTAMANTE & ASSOCIATES, INC.

Encl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, and under the statutes of the State of Florida providing for the formation, rights, privileges, immunities and liabilities of incorporating for profit, it is:

ARTICLE I

The name of the corporation shall be:

J.E. BUSTAMANTE & ASSOCIATES, INC.

ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is: 1000 shares of common stock, and which common stock shall have a par value of \$ 1.00 per share. All stock is to be issued as fully paid and exempt for assessment.

ARTICLE IV

The stock shall be issued from time to time as maybe determined by the Board of Directors

On dissolution of the corporation, the holders of the stocks shall be entitled to distribution as their holdings may appear upon the records of the corporation.

ARTICLE V

The amount of capital with which the corporation will be begin business is \$1,000.00 dollars.

ARTICLE VI

This corporation shall have perpetual existence.

ARTICLE VII

The initial post office address of the principal office of this corporation in the State of Florida is: 13605 SW 77TH LANE, MIAMI, FLORIDA 33183-3202

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The Board of Directors from time to time may move the principal office to another address in Florida. Branch offices maybe maintained at such other places in the United States of America, the State of Florida, and foreign countries As may from time to time be authorized by the Board of Directors.

ARTICLE VIII

This corporation shall have no less than: Two (2) directors, initially. The number of directors may be increased or diminished from time to time by by-laws adopted by stock holders, but shall never be less than Two (2).

The names and post office addresses of each subscriber to these Articles of Incorporation and their percentage of participation are:

NAME	ADDRESS	PERCENTAGE
JORGE E. BUSTAMANTE	13605 SW 77 TH LANE MIAMI, FLORIDA 33183	50%
JOSE L. CEBALLOS	2055 NW 79 AVE MIAMI, FLORIDA 33126	50%

ARTICLE IX

The names and post office addresses of the members of the first Board of Directors, President, Vice-President, Treasurer and Secretary who shall hold office for the first year of existence of the corporation or until successors are elected and have qualified are:

NAME	ADDRESS	TITLE
JORGE E. BUSTAMANTE	13605 SW 77 TH LANE MIAMI, FLORIDA 33183	President, Secretary
JOSE L CEBALLOS	2055 NW 79 AVE MIAMI, FLORIDA 33126	Vice- President, Treasurer

ARTICLE X

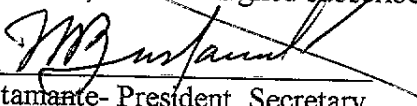
These articles of incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to stock holders, and approved at stockholders meeting by a majority of the stock entitle to vote thereon.

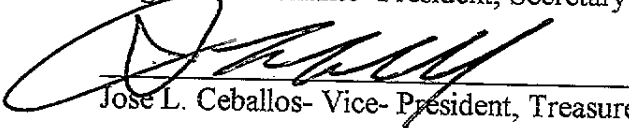
ARICLE XI

That the street address of its initial Registered Office and the name of its initial Registered Agent at such address is:

Jorge E. Bustamante 13605 SW 77th Lane, Miami, Florida 33183
and as its agent will accept service of process within the State of Florida as such Registered Office.

In witness whereof, the undersigned subscribers have hereunto set their hands and seals.


Jorge E. Bustamante- President, Secretary


Jose L. Ceballos- Vice- President, Treasurer

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ARTICLE XII

Having been named to accept the services of process for stated corporation, at a place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said office.


RESIDENT AGENT

ARTICLE XIII

The Stockholders of this corporation may enter into agreement between themselves respecting their individual rights and duties with reference to the shares of stock of this corporation, and such agreements may include any limitation upon the transferability or assignment of the stock and the conferring of preemptive rights to purchase upon the stockholders as condition precedent to the sale of other stock, and. such agreement shall be valid and this corporation may join as party thereto.

ARTICLE XIV

This corporation may, by action taken at any meeting of its Board of Directors, sell, lease or exchange all of its property and assets, including its good will, its corporate franchises or any property or assets essential to its corporate business, upon such terms and conditions as its Board of Directors deems meet and expedient, and as authorized by affirmative vote of stockholders of record, holding stock in the corporation entitling the to exercise a majority of the voting power outstanding, provided however, that no vote or consent of stockholders shall be necessary for a transfer of assets by way of mortgage, trust, or pledge to secure the indebtedness of the corporation.

STATE OF FLORIDA

COUNTY OF MIAMI DADE

CITY OF MIAMI

I hereby certify that on this day personally appeared:

Jorge E. Bustamante

Jose L. Ceballos

to me well known to be the persons who executed the foregoing Articles of Incorporation, and they severally acknowledged before me that they executed the same for the purpose therein expressed.

WITNESS by my hand and official seal at the city of MIAMI county of DADE,
State of Florida, this 18TH day of DECEMBER, 2000

My commission expires:



Notary Public, State of Florida

At Large



Notary Public, State of Florida
DORA BUSTAMANTE
Commission # CC 738541
Comm. Expires May 3, 2002