

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO1000007284
Inter-American
Title Group, Inc.

FILED
01 JAN 19 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Art of Inc. File _____
 LTD Partnership File _____
 Foreign Corp. File _____
 L.C. File _____
 Fictitious Name File _____
 Trade/Service Mark _____
 Merger File _____
 Art. of Amend. File _____
 RA Resignation _____
 Dissolution / Withdrawal _____
 Annual Report / Reinstatement _____
 Cert. Copy _____
 Photo Copy _____
 Certificate of Good Standing _____
 Certificate of Status _____
 Certificate of Fictitious Name _____
 Corp Record Search _____
 Officer Search _____
 Fictitious Search _____
 Fictitious Owner Search _____
 Vehicle Search _____
 Driving Record _____
 UCC 1 or 3 File _____
 UCC 11 Search _____
 UCC 11 Retrieval _____
 Courier _____

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Date Time

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01 JAN 19 PM 1:27
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TALLAHASSEE, FLORIDA
APR 19 2001

ARTICLES OF INCORPORATION

OF

INTER-AMERICAN TILE GROUP, INC.

a Florida corporation

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ARTICLE I: NAME

The name of this Corporation is:

**Inter-American Tile Group, Inc.,
a Florida corporation**

ARTICLE II: ADDRESS

The principal office and mailing address of the corporation shall be:

**8951 SW 4th Lane
Miami, Florida 33174**

ARTICLE III: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE IV: STOCK

The Corporation is authorized to issue **ONE HUNDRED (100)** shares of common stock, par value of \$1.00 per share.

ARTICLE V: REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered office of the corporation are:

**FRANCISCO J. ABELLA
8530 SW 84 COURT
MIAMI, FLORIDA 33143**

ARTICLE VI: PREFERRED SHARES/SPECIAL CLASS

This Corporation shall not issue preferred shares or a special class of shares in a series.

ARTICLE VII: PREEMPTIVE RIGHTS

The shareholders are not entitled to preemptive rights.

ARTICLE VIII: DIRECTORS

The number of initial directors of the corporation is FIVE (5). The name and address of the initial directors of the corporation are:

FRANCISCO J. ABELLA
8530 SW 84th Court
Miami, Florida 33143

ZENEN DE ARMAS
8951 SW 4th Lane
Miami, Florida 33174

NICOLE C. ABELLA
215 NW 56th Avenue
Miami, Florida 33126

RAMIRO SANCHEZ
2541 SW 20th Street
Miami, Florida 33145

PUIG BATISTA
2645 South Bayshore Drive
Suite 304
Coconut Grove, Florida 33133

The number of directors may be increased or decreased from time to time as provided in the by-laws of the corporation.

ARTICLE IX: OFFICERS

The President and Treasurer of the corporation shall be:

FRANCISCO J. ABELLA
8530 SW 84th Court
Miami, Florida 33143

The Vice-President of the corporation shall be:

ZENEN DE ARMAS
8951 SW 4th Lane
Miami, Florida 33174

The Secretary of the corporation shall be:

NICOLE C. ABELLA
215 NW 56th Avenue
Miami, Florida 33126

ARTICLE X: INCORPORATORS

The name and address of the Incorporator of the corporation is:

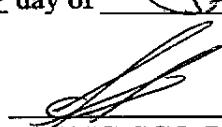
FRANCISCO J. ABELLA
8530 SW 84th Court
Miami, Florida 33143

ARTICLE XI: INDEMNIFICATION

The corporation agrees to indemnify its officers, directors and employees to the fullest extent allowed by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17 day of January, 2001.

By:


FRANCISCO J. ABELLA, as Incorporator

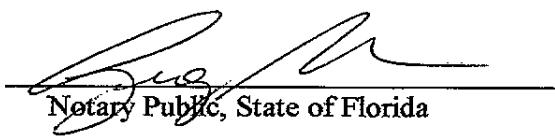
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STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)
: ss

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set above, personally appeared FRANCISCO J. ABELLA, known by me, who, upon his oath, executed the foregoing instrument for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 17 day of January, 2001.

By: 

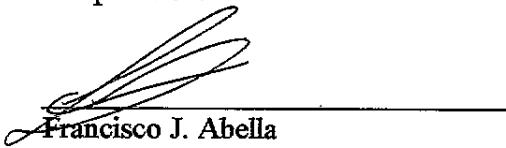
Notary Public, State of Florida



Georgina Valdes
My Commission CC633620
Expires March 27 2001

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent contained in the foregoing Articles of Incorporation.

By: 

Francisco J. Abella