

INTERNATIONAL ACCOUNTING SYSTEM

ACCOUNTANTS AND TAX CONSULTANTS
ADMINISTRATIVE AND LEGAL SERVICES
COMPUTER SYSTEM SERVICES

P01000023258

Miami, February 20, 2001

DEPARTMENT OF STATE
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

500003791175--2
-03/01/01--01056--018
****122.50 *****78.75

Gentlemen:

Enclose please find the articles of Incorporation
for: ZEWIM ENTERPRISES INC

(original and one copy) as well a check for the amount
of \$ 122.50 for corresponding fees as follows:

Profits Corporation Filing Fees
Certified Copy
Registered Agent Designation.

Please for any question for this corporation, do not
hesitate to contact us by phone.

Sincerely

Jose M. Viana

JMV/me
Enclose.

FILED
01 MAR -1 AM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-6-01
WC

ARTICLES OF INCORPORATION
OF

SEWIM ENTERPRISES INC

FILED
01 MAR -1 AM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the STATE OF FLORIDA.

ARTICLE 1 - NAME:

The name of this corporation is:

SEWIM ENTERPRISES INC

ARTICLE II - NATURE OF THE BUSINESS:

This corporation may engage in any activity of business permitted under the laws of the United States, any State or any foreign country.

ARTICLE III - BEGINNING OF CORPORATE EXISTENCE:

The existence of this corporation shall commence on the First day of March, 2001, provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida law for the commencement of corporate existence; and shall continue perpetually unless dissolved according to law.

ARTICLE IV - CAPITAL STOCK:

The capital stock of this corporation shall be ONE THOUSAND
COMMON STOCKS NO PAR VALUE.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the Directors at a meeting called for such purposes.

ARTICLE V - INITIAL PRINCIPAL OFFICE OR MAILING ADDRESS:

The streed address of the initial principal office of this corporation is:

12951 SW 2nd. Terrace, Miami, Fl. 33184

The initial principal office or mailing address may be changed

by a majority of the members of the board of directors present at a validly convened meeting.

ARTICLE VI - INITIAL BOARD OF DIRECTORS:

The business of this corporation shall be conducted by a BOARD OF DIRECTORS of not less than one (1) Director, the exact number of Directors to be fixed by the Bylaws of this corporation. Directors need not be stockholders nor residents of Florida. The initial Directors of this corporation shall be:

WILLIAM J. SANDOVAL
President-Secretary

12951 SW 2nd. Terrace
Miami, Fl. 33184

BETZAIDA C. CEDENO
Treasurer

12951 SW 2nd. Terrace
Miami, Fl. 33184

ARTICLE VII - SUBSCRIBERS:

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

WILLIAM J. SANDOVAL

12951 SW 2nd. Terrace, Miami, Fl.

BETZAIDA C. CEDENO

12951 SW 2nd. Terrace, Miami, Fl.

ARTICLE VIII - BY LAWS:

The power to adopt, alter, amend, or repeal bylaws shall be vested in the stockholders.

ARTICLE IX - INDEMNIFICATION:

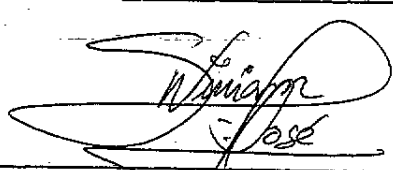
To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as Officers or Directors of the corporation, and each person who serves at the request of the corporation as a Director or Officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being Director or Officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

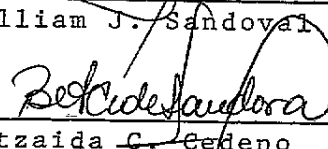
ARTICLE X - AMENDMENT:

In the Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of the Directors, proposed by them to the stockholders and approved at a stockholders meeting by the majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this Fourteen day of February, 2001.



William J. Sandoval



Betzaida C. Cedeno

STATE OF FLORIDA

COUNTY OF DADE } SS:

BEFORE ME, the undersigned authority, personally appeared

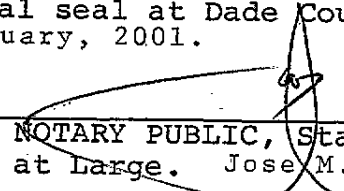
William J. Sandoval and Betzaida C. Cedeno
who is personally known to me, and who presented
Venezuelan Passport.

and who executed and subscribed the foregoing Articles of Incorporation, and acknowledged before me, that executed the same and subscribed to the same for the purpose therein expressed.

WITNESS my hand and official seal at Dade County, Florida this Fourteen day of February, 2001.



José M. Viana
MY COMMISSION # C0624033 EXPIRES
June 15, 2001
BONDED THRU TROY FAIR INSURANCE, INC.



NOTARY PUBLIC, State of Florida
at Large. Jose M. Viana

CERTIFICATE - REGISTERED AGENT

FILED
01 MAR -1 AM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 ZEWIM ENTERPRISES INC
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE
STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS
AT CITY OF MIAMI , STATE OF FLORIDA, HAS NAMED
WILLIAM J. SANDOVAL
LOCATED AT 12951 SW 2nd. Terrace, Miami, Fl.
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SECOND-- THAT ZEWIM ENTERPRISES INC
PRINCIPAL OF BUSINESS AND ITS REGISTERED OFFICE ARE
LOCATED AT 12951 SW 2nd. Terrace, Miami, Fl.

By: 

William J. Sandoval
Registered Agent

By: 

Betzaida C. Cedeno
Subscriber

Date:

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 ALL STATUTES RELATIVE TO THE PRO-
PER AND COMPLETE PERFORMANCE OF MY DUTIES.

By: 

William J. Sandoval
Registered Agent

DATE: February 14th, 2001