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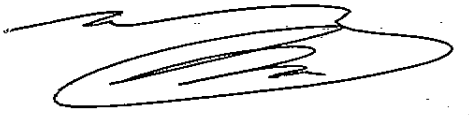
Miami, March 15, 2001

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ATT: Secretary of State

Enclosed you will find the original and one copy of the Articles of Incorporation of Mystique USA, Corp. A check in the amount of \$70.00 is included to cover the applicable fees.

Sincerely,



Edilberto Huamani

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FILED
01 MAR 29 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF MYSTIQUE USA, CORP

FILED
01 MAR 29 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms the following corporation under the laws of the state of Florida.

ARTICLE I NAME

The name of the corporation is, Mystique USA, Corp and its address is 14113 SW 66 St Suite J6, Miami Florida 33183

ARTICLE II PURPOSE

This corporation is organized to engage in any and all lawful business activity permitted under the laws of the State of Florida

ARTICLE III CAPITAL AND STOCK

The maximum number of shares of stock which this corporation is authorized to issue is one hundred (100) shares with no par value. Said shares of stock may be issued only for a consideration having a fair value as many are determined by the Board of Directors.

ARTICLE IV TERMS OF EXISTENCE

This corporation it to exist perpetually from the date these Articles are filled with the Department of State, subject to the laws of the State of Florida.

ARTICLE V
REGISTERED AGENT AND OFFICE

The initial Registered Agent and the street address of the initial registered office of this corporation shall be Edilberto Huamani, 14113 SW 66 St Suite J6, Miami Florida 33183.

ARTICLE VI
DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The names and street addresses of the initial directors are:

Edgard A. Trillo
14113 SW 66 ST Suite J6
Miami Florida 33183

Edilberto Huamani
14113 SW 66 St Suite J6
Miami Florida 33183

Roxana E Quinteros
14113 SW 66 St Suite J6
Miami Florida 33183

ARTICLE VII
INCORPORATORS

The name and address of the incorporator is:

Edilberto Huamani
14113 SW 66 St Suite J6
Miami Florida 33183

ARTICLE VIII
PRE-EMPTIVE RIGHTS

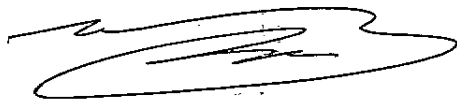
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which already holds,

shall have the right to purchase his prorata share thereof (as nearly as many be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX
AMENDMENT

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 the stockholders and approved at stockholder's meeting by at least majority of the stock entitled to, unless of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this....17....day of.....March.....of 2001



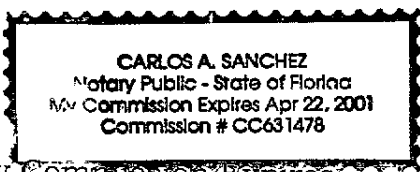
Edilberto Huamani

STATE OF FLORIDA)

COUNTY OF DADE)

I HEREBY CERTIFY on this day, before me, an officer duly authorized in the State of Florida and County aforesaid to take acknowledgment, personally appeared Edilberto Huamani to me know to be the person described in and who execute the foregoing instrument and acknowledges before me that he execute the same.

SWORN To and SUBSCRIBED before me on this 17th day of March 2001



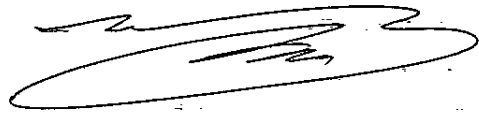
My Commission Expires



Notary Public At Large

Acceptance by Registered Agent

Having been named to accept service of process for the above named corporation, at the designed in these Articles, I hereby accept this appointment and degree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office.



Edilberto Huamani

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA