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Florida Department of State  
Division of Corporations  
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**To:**

Division of Corporations  
Fax Number : (850)205-0381

**From:**

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
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**FLORIDA PROFIT CORPORATION OR P.A.****MEGATEK GROUP INC.**

Certificate of Status	0
Certified Copy	1
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**CERTIFICATE OF INCORPORATION**  
**OF**  
**MEGATEK GROUP INC.**

I, the undersigned, in order to form a corporation under a pursuant to the provisions of the laws of the State of Florida for the purposes hereafter set forth, hereby subscribe to this Certificate of Incorporation.

**ARTICLE I**  
**NAME OF CORPORATION**

The name of the proposed corporation shall be:

**MEGATEK GROUP INC.**

**ARTICLE II**  
**NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be any activity permitted under the laws of the United State of Florida.

**ARTICLE III**  
**CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 500 shares at no par value.

**ARTICLE IV**  
**TERM OF EXISTANCE**

This corporation is to exist perpetually.

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**ARTICLE V  
PRINCIPAL PLACE OF BUSINESS**

The initial street address in this state of the principal office of this corporation is 347-2520 SW 22 ST SUITE 2, MIAMI, FL 33145. The board of directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE VI  
DIRECTORS**

This corporation shall have initially one director. The number of director (s) may increased or diminished from time to time by laws adopted by the stockholders.

**ARTICLE VII  
INITIAL DIRECTORS**

The name and address of the member(s) of the first board of director(s) is:

President:	ALVARO JOSE ZORRILLA 347-2520 SW 22 ST SUITE 2 MIAMI, FL 33145
Vice-President	GISELLE TEFT
Treasurer, Secretary	347-2520 SW 22 ST SUITE 2 MIAMI, FL 33145

**ARTICLE VIII  
INCORPORATOR**

The name of the person signing these Articles of Incorporation as the incorporator is ALVARO JOSE ZORRILLA.

**ARTICLE IX  
REGISTERED AGENT**

The initial designation of the registered office of this corporation shall be 347-2520 SW 22 ST SUITE 2, MIAMI, FL 33145.

And the registered agent shall be:

ALVARO JOSE ZORRILLA

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designed in these Articles of Incorporation, I hereby Accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 

Registered Agent

**ARTICLE X  
AMENDMENT**

This corporation reserves the right to amend any provision of this Articles of Incorporation in the manner provided by law. Any rights conferred upon shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, The undersigned has execute, acknowledged and filed the foregoing Articles of Incorporation under that laws of the State of Florida this April 2nd, 2001.

  
Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of section 607.0501, Florida Statutes, the Undersigned Corporation organized under the laws of the State of Florida submits the following statement in designation the registered office/registered agent, in the state of Florida.

1. The name of the corporation is MEGATEK GROUP INC.
2. The name and address of the registered agent and office is:  
ALVARO JOSE ZORRILLA- 347-2520 SW 22 ST SUITE 2, MIAMI  
FL 33145.

SIGNATURE  
TITLE

*Alvaro J. Zorrilla*

President

DATE: April 2nd, 2001

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. THE FURTHER AGREED TO APPLY WITH THE PROVISION OF ALL ATATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE  
DATE

*Alvaro J. Zorrilla*

April 2nd, 2001