Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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Division of Corporations

Fax Number : (850)205-0381

Account Name : FAS-T CORP. AGENTS, INC.

Account Number: 071001002335 : (305)599-0839 Phone

Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

BA SYSTEM CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

ARTICLES OF INCORPORATION OF

BA SYSTEM CORPORATION

The undersigned Incorporates, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

BA SYSTEM CORPORATION

The principal place of business and mailing address of this corporation shall be:

407 Lincoln Rd. suite 2D Miami Beach, FL 33139 DIVISION OF CERPORATIONS
ON OF CERPORATIONS

ARTICLE II: NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

Gestoria USA 407 Lincoln Rd. suite 11 L Miami Beach, FL 33139

ARTICLE V: DIRECTORS/OFFICE

The name and street address of the initial office and director, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, are:

PRESIDENT: Claudio Ariel Pacciarini

407 Lincoln Rd. suite 2D Miami Beach, FL 33139

SECRETARY: Norberto Salvador Mayo

407 Lincoln Rd. suite 2D Miami Beach, FL 33139

TREASURY: Norberto Salvador Mayo

407 Lincoln Rd. suite 2D Miami Beach, FL 33139

The share holders of this Corporation shall be:

HotelNet SRL, an Argentinean Corporation.

D.B.A: Ba System

Address: Manuel Ugarte 2318 p.2 of. F

Capital Federal

Buenos Aires, Argentina

CP 1428

Gestoria USA 407 Lincoln Rd. Suite 11 L Miami Beach, FL 33139

ARTICLE VI: INCORPORATOR

The name and address of the Incorporates to this articles of incorporation are:

Claudio Ariel Pacciarini 407 Lincoln Rd. suite 2D Mismi Beach, FL 33139

Norberto Salvador Mayo 407 Lincoln Rd. suite 2D Miami Beach, FL 33139

IN WITNESS WHEREOF, the undersigned incorporates has executed these Articles of Incorporation this 28 days of August, 2001.

Signature of Incorporators

Claudio Ariel Paccimini

Norberto Salvador Mayo

Gestoria U.S.A. 407 Lincoln Rd suite 2 D Mismi Beach, FL 33139

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325. 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.

The name of the Corporation is:

BA SYSTEM CORPORATION

The name and address of the registered agent and officer is:

Clardio Ariel Pacciarini 407 Lincoln Rd. suite 2D Miami Beach, FL 33139

SIGNATURE:

TITLE: PRESIDENT

DATE: 08/28/2001

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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE..

DATE: 08/28/2001

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