



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 4, 2001

LAZARUS

SUBJECT: OPAS-GLOBAL INTERNATIONAL, INC.
Ref. Number: W01000020507

We have received your document for OPAS-GLOBAL INTERNATIONAL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6915.

Pamela Smith
Document Specialist
New Filings Section

Letter Number: 601A00049866

RECEIVED
01 SEP -5 AM 11:28
DIVISION OF CORPORATION

RECEIVED
DIVISION OF CORPORATION
2001 SEP -4 PM 3:53
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

ARTICLE OF INCORPORATION OF
OPAS-GLOBAL INTERNATIONAL, INC.

FILED
01 SEP -5 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is OPAS-GLOBAL INTERNATIONAL, INC.

ARTICLE II - DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Leandro J. Brea and the street address of the initial registered office of this Corporation is 330 S.W. 27th, Ave. #709 Miami, Florida 33135-2968

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have (3) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial Directors are:

NAME	ADDRESSES
ERNESTO A. CANCIO	3991 N.W. 26TH. STREET MIAMI, FLORIDA 33142
NATALIO GHITELMAN	3991 N.W. 26TH. STREET MIAMI, FLORIDA 33142
ALEJANDO RIMERIS	3991 N.W. 26TH. STREET MIAMI, FLORIDA 33142

ARTICLE VII-BI-LAWS

The By-Laws of this Corporation may be adopted, altered,

amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATORS

The person signing these articles is ERNESTO A. CANCIO and his address is 3991 N. W. 26th. Street, Miami, FLORIDA 33142.

ARTICLE XI - OFFICES

The principal office of the Corporation and mailing address shall be established and maintained at 3991 N.W. 26th. Street Street, Miami, County of Miami-Dade, State of Florida. The Corporation may also have offices at such places within or without the State of Florida as the board may from time to time establish.

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 30th. day of August, 2001.



ERNESTO A. CANCIO

FILED
01 SEP -5 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1.- The name of the corporation is: OPAS-GLOBAL INTERNATIONAL, INC.

2.-The name and address of the registered agent and office is

LEANDRO J. BREA

330 S. W. 27TH. AVENUE, SUITE 709

MIAMI, FLORIDA 33135-2968

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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE

DATE


8-30-01