

LAW OFFICES OF
JOSEPH B. RYAN III, P.A.
133 SEVILLA AVENUE
CORAL GABLES, FLORIDA 33134-6006
TELEPHONE (305) 444-4949

JOSEPH B. RYAN III*
*ALSO ADMITTED IN CALIFORNIA

TELECOPIER (305) 444-2289
E-MAIL: BERISIMUS@AOL.COM

October 5, 2001

PO1000098669

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

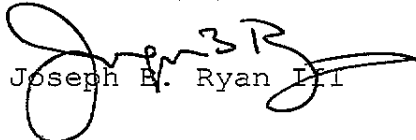
700004628057--7
-10/09/01--01015--006
*****78.75 *****78.75

Re: LOURA ENTERPRISES, Inc.

Enclosed is an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for the above referenced Florida corporation.

Please forward a certified copy of the Articles of Incorporation to the undersigned. A check in the amount of \$78.75 is enclosed.

Very truly yours,


Joseph B. Ryan III

encl.

FILED
01 OCT -9 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W01-23532
gy 10/10

**ARTICLES OF INCORPORATION
OF
LOURA ENTERPRISES, Inc.**

**ARTICLE I
Name**

The name of the corporation is LOURA ENTERPRISES, Inc.

**ARTICLE II
Duration**

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the day these Articles are filed with the Florida Secretary of State.

**ARTICLE III
Purpose**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV
Capital Stock**

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

**ARTICLE V
Principal Office**

The street address of the principal office of this corporation is: 125 Jefferson Avenue, Suite 116, Miami Beach, Florida 33139.

FILED
01 OCT -9 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

Registered Office and Agent

The street address of the registered office of this corporation is: 133 Sevilla Avenue, Coral Gables, Florida 33134-6006, and the name of the initial registered agent of this corporation at that address is: Joseph B. Ryan III.

ARTICLE VII

Board of Directors

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the By-laws.

The name and address of the first Board of Directors who shall serve until the first annual meeting of the shareholders or until their successors are duly elected and qualified shall be:

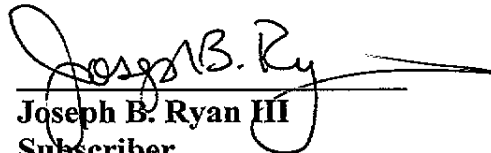
Maria Lara - Avenida Principal Las Palmas, Quinta Letty
Caracas 1050, Venezuela

ARTICLE VIII

Incorporator

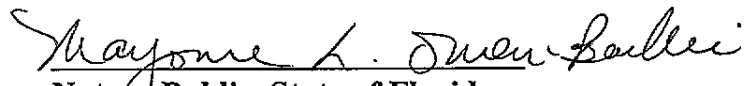
The name and address of the person signing these Articles is: Joseph B. Ryan III, 133 Sevilla Ave., Coral Gables, FL 33134-6006.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 5th day of October, 2001.


Joseph B. Ryan III
Subscriber

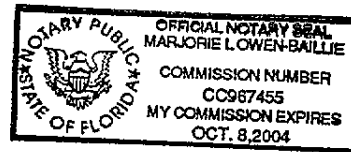
STATE OF FLORIDA:)
) SS:
COUNTY OF MIAMI-DADE:).

The foregoing instrument was acknowledged before me this 5th day of
October, 2001, by JOSEPH B. RYAN III, who is personally known to me.


Notary Public, State of Florida

MARJORIE L. OWEN-BAILLIE
Type/Print/or Stamp Name of Notary

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

LOURA ENTERPRISES, Inc.

FILED
01 OCT -9 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**In pursuance of the Florida Statutes, the following is submitted, in compliance
with said Act:**

**First - that LOURA ENTERPRISES, Inc., desiring to organize under the laws of
the State of Florida with its principal office at: 125 Jefferson Avenue, Suite 116,
Miami Beach, Florida 33139, has named Joseph B. Ryan III, located at 133 Sevilla
Ave., Coral Gables, FL 33134-6006, as its agent to accept service of process within
this state.**

**Second - that having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I hereby accept to act in
this capacity, and agree to comply with the provision of said Act relative to keeping
open said office.**


JOSEPH B. RYAN III