P02000009759

Miami, Florida, January 10th, 2002

Dept. of State - Division of Corporations P.O.Box 6327 Tallahassee, FL. 32314

300004787953--8 -01/22/02--01049--013 *****87.50 ******87.50

Subject: Data Systems USA Corp.

(proposed corporate name)

Dear Sirs:

Please find attached herewith one (1) original and one (1) copy of the articles of incorporation and a check in the amount of \$87.50 paying for:

Filing fee for new corporation	\$ 70.00
Certified copy	8.75
Certificate of Status	 <u>8.75</u>
Total	\$ 87.50

I thank you in advance for your kind help on this matter.

Yours truly,

Jose R. Graña

Registered Agent for: Data Systems USA Corp.

9110 Fontainebleau Blvd. #406

Sunrise, Florida 33172

Phone: 305-553-4945

02 JAN 22 AM 9: 44
SECRETARY OF STATE
TALLAHASSEE FLORID

01-29-02/

ARTICLES OF INCORPORATION OF DATA SYSTEMS USA CORP.

The undersigned incorporators, for the purpose of forming a Corporation under the Florida

Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE - NAME

The name of the corporation shall be:

DATA SYSTEMS USA CORP.

ARTICLE TWO - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be In the U.S.A.:

9110 Fontainebleau Blvd. #406, Miami, FL. 33172

In Honduras:

Boulevard Fuerzas Armadas, Plaza Millennium B-1 Tegucigalpa, Honduras

ARTICLE THREE - SHARES

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

One hundred shares, par value \$10.00 each.

ARTICLE FOUR - INITIAL REGISTERED AGENT

The name and address of the initial registered agent is:

Jose R. Grana - S.S. # 263-95-3937 9110 Fontainebleau Blvd. #406, Miami, FL. 33172

ARTICLE SIX - DIRECTORS

The initial corporation directors will be:

Guillermo Carcamo, President and Treasurer

Martha Mendoza, Vice President and Secretary

ARTICLE SEVEN - PURPOSE

The purpose of the Corporation is to engage in the business of: Software development provided to businesses and the general public.

ARTICLE EIGHT - POWERS OF THE DIRECTORS

The directors of the Corporation will have the power to engage in all kind of legal transactions in the name of the Corporation, including opening and operating bank accounts, as well as obtaining loans, purchasing, selling and incurring in contractual obligations.

The undersigned incorporators have executed these Articles of Incorporation in the City of Miami, County of Miami-Dade, on Japuary 4th, 2002.

Guillermo Carcamo

9110 Fontainebleau Blvd. #406, Miami, FL. 33172

Martha Mendoza

9110 Fontainebleau Blvd. #406, Miami, FL. 33172

Miami, Florida, January 10th, 2002

Florida Dept. of State Tallahassee, Florida

Re: Acceptance of Registered Agent

Dear Sirs:

The undersigned, Jose R. Graña, being familiar with the duties and responsibilities of a Registered Agent for a Florida Corporation, accepts and will be from now on the Registered Agent for:

"Data Systems USA Corp."

Yours truly,

José R. Graña / Registered Agent

for "Data Systems USA Corp." 9110 Fontainebleau Blvd. #406

Miami, Florida 33172 Phone: 305-553-4945 S.S.# 263-95-3937