011P8H0000

ACCOUNT NO.: 072100000032

REFERENCE: 561531 11489A

AUTHORIZATION :

COST LIMIT :

ORDER DATE: May 2, 2002

ORDER TIME : 11:46 AM

ORDER NO. : 561531-005

CUSTOMER NO: 11489A

CUSTOMER: Steven P. Oppenheim, Esq.

Oppenheim & Associates

Suite 1115

800 Brickell Ave. Miami, FL 33131

DOMESTIC FILING

NAME:

CAP GLOBAL TRADE CORP.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

__ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:



900005431139--5

HISO OZ

ARTICLES OF INCORPORATION

OF

CAP GLOBAL TRADE CORP.

2002 MAY -2 PM 2: 00
SEUNE MARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is: CAP GLOBAL TRADE CORP.

ARTICLE II - PURPOSE

This corporation is organized for the general purpose of transacting all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - PRINCIPAL OFFICE

The address of the principal place of business and the mailing address of the corporation is:

800 Brickell Avenue, Suite 1115 Miami, Florida 33131

ARTICLE IV - CAPITAL STOCK

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

Three Thousand (3,000) Shares, all of which shall be Common Shares, \$1.00 par value per share.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

As set forth in the Registered Agent's written acceptance of his appointment which is delivered to the Department of State, together with these Articles of Incorporation, the name and address of the initial Registered Agent for the corporation is:

Steven P. Oppenheim 800 Brickell Avenue, Suite 1115 Miami, Florida 33131

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Guilherme P. F. Carvalho 800 Brickell Avenue, Suite 1115 Miami, Florida 33131

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors of the corporation.

ARTICLE VIII - COMMENCEMENT OF EXISTENCE

The corporate existence of the corporation shall commence on the date of execution of these Articles of Incorporation.

ARTICLE IX - AMENDMENT

The corporation reserves the right to amend, add to, or repeal any provision contained in these articles of incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

The undersigned incorporator has executed these Articles of Incorporation this 30th day of April, 2002.

Incorporator:

Guilherme P. F. Carvalho

DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

Having been named in the Articles of Incorporation as Registered Agent to accept Service of Process for CAP GLOBAL TRADE CORP., with a registered office at 800 Brickell Avenue, Suite 1115, Miami, Florida 33131, I hereby accept 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.

Steven P. Oppenheim

Dated: April 30, 2002

2002 MAY -2 PM 2: 00
SELACIANY OF STATE