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From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
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FLORIDA PROFIT CORPORATION OR P.A.

LANZAMAR AMERICA, INC.

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LANZAMAR AMERICA, INC.**

ARTICLE I

The name of the corporation is LANZAMAR AMERICA, INC. (the "Corporation").

ARTICLE II

The address of the initial principal office and the mailing address of the Corporation is 1221 Brickell Avenue, 21st floor, Miami, Florida 33131.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$.01 per share.

ARTICLE IV

The street address of the Company's initial registered office is 103 North Meridian Street, Tallahassee, FL 32301, and the name of its initial registered agent at such office is CorpDirect Agents, Inc.

ARTICLE V

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one (1), and the name and address of the initial Director, who will serve as the Corporation's director until successors are duly elected and qualified is:

Rafael Ouro Morales
c/o Patricia Menéndez-Cambó
1221 Brickell Avenue
Miami, FL 33131

ARTICLE VI

The name of the Incorporator is Patricia Menéndez-Cambó and the address of the Incorporator is 1221 Brickell Avenue, 21st Floor, Miami, Florida 33131.

ARTICLE VI

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

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IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 14th day of June, 2002.



Patricia Menéndez-Cambó, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 607.

CorpDirect Agents, Inc.



Agent for Registered Agent

Dated: 6-14, 2002

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