

P020008114

ITELCA



July 2nd, 2002

Itelca Inc.

700006658707--5

-07/25/02--01039--029

****122.50 ****78.75

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agency Designation for the above named corporation.

Very truly yours,

Mohora Alborno
MOHORA ALBORNOZ
Itelca Inc.

Mailing Address of Corporation

135-18 SW 64 Terrace
Miami, FL 33183

Phone: (305) 386-4654 / (305) 408-7713

FILED
02 JUL 25 AM 9:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

[Handwritten signature]

ARTICLES OF INCORPORATION

of

ITELCA Inc.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ITELCA Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS			
135-18 SW 64 TERRACE			
CITY	MIAMI	FLORIDA	33183
Mailing address, if different			
STREET ADDRESS			
CITY		FLORIDA	33

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	CARLOS A. GARCIA		
ADDRESS	135-18 SW 64 TERRACE		
CITY	MIAMI	FLORIDA	33183

FILED
02 JUL 25 AM 9:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	NOHORA ALBORNOZ		
ADDRESS	CALLE 92 No. 30-25		
CITY	BOGOTA	STATE	COLOMBIA ZIP
NAME	LUCY CUERVO		
ADDRESS	CALLE 92 No. 30-25		
CITY	BOGOTA	STATE	COLOMBIA ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	NOHORA ALBORNOZ		
ADDRESS	CALLE 92 No. 30-25		
CITY	BOGOTA	STATE	COLOMBIA ZIP
NAME	DANIEL FELIPE CUERVO BY JESUS ALBORNOZ		
ADDRESS	TRANSVERSAL 12 No. 117-23		
CITY	BOGOTA	STATE	COLOMBIA ZIP
NAME	ANDRES CAMILO CUERVO BY JESUS ALBORNOZ		
ADDRESS	TRANSVERSAL 12 No. 117-23		
CITY	BOGOTA	STATE	COLOMBIA ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this _____ day of JUNE 28, 2002.

Nohora Albornoz (Signature)
Jesus P Albornoz (Signature)
Jesus P Albornoz (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

ITELCA Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 135-18 SW 64 TERRACE

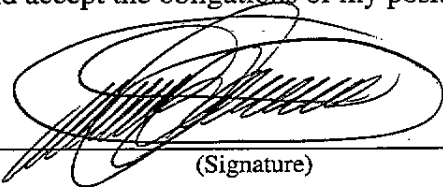
Miami, FL 33183

has named CARLOS A. GARCIA

located at the aforesaid address, as its registered agent to accept service of process within this state.

FILED
02 JUL 25 AM 9:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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)

JUNE 28, 2002

(Date)