

FEB-11-03 TUE 12:23 PM

LAZARUS CORPORATION

FAX: 3052201440

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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From:

Account Name : LAZARUS CORPORATE FILING SERVICE, INC.
Account Number : 120000000019
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FLORIDA PROFIT CORPORATION OR P.A.

INVERSIONES SAMS USA, INC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

02/11/03

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LAZARUS CORPORATION

FAX:3052201440

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **INVERSIONES SAMS USA, INC.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**9665 SW 138TH AVENUE
MIAMI, FL 33186**

ARTICLE III SHARES

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

100 SHARES OF \$1.00

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**GERMAN SANDOVAL
9665 SW 138TH AVENUE
MIAMI, FL 33186**

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

GERMAN SANDOVAL
9665 SW 138TH AVENUE
MIAMI, FL 33186

ALEJANDRO SANDOVAL
CRA 65 #74-75 #140
MEDELLIN, COLOMBIA

ARTICLE VI DIRECTOR(S)

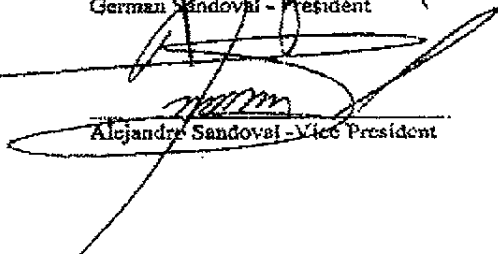
The name(s) and street address(es) of the director(s) to these Article of Incorporation is (are):

GERMAN SANDOVAL
9665 SW 138TH AVENUE
MIAMI, FL 33186
PRESIDENT

ALEJANDRO SANDOVAL
CRA 65 #74-75 #140
MEDELLIN, COLOMBIA
VICE-PRESIDENT

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this
12 day of February 2003.


German Sandoval - President


Alejandro Sandoval - Vice President

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LAZARUS CORPORATION

FAX: 3052201440

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **INVERSIONES SAMS USA, INC.**
2. The name and address of the registered agent and office is:

GERMAN SANDOVAL

(NAME)

9665 SW 138TH AVENUE

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33186

(CITY/STATE/ZIP)

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.



German Sandoval, Register Agent

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