

**Electronic Articles of Incorporation
For**

P03000110631
FILED
October 07, 2003
Sec. Of State

FACTORING & CONSULTING GROUP INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FACTORING & CONSULTING GROUP INC

Article II

The principal place of business address:

CARRERA 7 #115-33
SUITE 401
BOGOTA, DC. CO COLOMBIA

The mailing address of the corporation is:

CARRERA 7 #115-33
SUITE 401
BOGOTA, DC. CO COLOMBIA

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10000

Article V

The name and Florida street address of the registered agent is:

AMERICAN ASSETS & SERVICES CORP
2829 BIRD AVE
SUITE 5 PMB 501
MIAMI, FL. 33133

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MARYLUZ TIRADO

Article VI

The name and address of the incorporator is:

AMERICAN ASSETS & SERVICES CORP
2829 BIRD AVE
SUITE 5 PMB 501
MIAMI, FL 33133

Incorporator Signature: MARYLUZ TIRADO

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
JUAN P CUESTA
CARRERA 7 #115-33 SUITE 401
BOGOTA, DC. COLOMBIA CO

Title: VP
ANDRES URICOECHEA
CARRERA 7 #115-33 SUITE 401
BOGOTA, DC. COLOMBIA CO