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(Requestor's Name)

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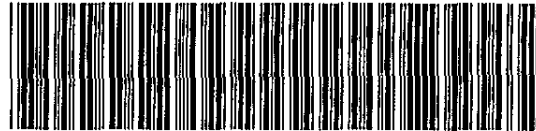
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Carrie Lavargna, P.A.

Attorney at Law

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(772) 286-7521
Fax: 286-5797

April 7, 2004

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
SUBJECT: Domestication of Comeran International, LTD., Inc.

Dear Ladies and Gentlemen:

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for: \$137.50 payable to the Secretary of State, Division of Corporations to pay for the following fees:

- \$50.00 Certificate of Domestication
- \$78.75 Articles of Incorporation and Certified Copy
- \$ 8.75 Certificate of Status

Please file the Certificate of Domestication and the Articles of Incorporation with the Division of Corporations, and return the documents marked filed to me together with the Certificate of Status.

<FED EX RETURN ENV. ENCLOSED>

Sincerely,



Carrie Lavargna

Cc: Ray Riddell

CERTIFICATE OF DOMESTICATION

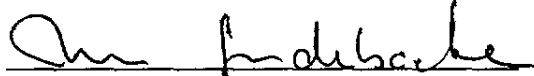
The undersigned, Marcelo Guelfand Elkin, as Director and Attorney in fact for COMERAN INTERNATIONAL LTD, a foreign Corporation organized and existing under the laws of the Commonwealth of Dominica, in accordance with section 617.1803, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was January 8, 2004.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was the Commonwealth of Dominica.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was "COMERAN INTERNATIONAL LTD."
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 617.01201 and 617.0202 with this certificate is "COMERAN INTERNATIONAL, INC."
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was:

Copthall, P.O. Box 2331
Roseau, St. George, 00152
The Commonwealth of Dominica.

6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to s. 617.1803.

I am a Director and Attorney in Fact for COMERAN INTERNATIONAL LTD and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 8th day of April (month), 2004.


Marcelo Guelfand Elkin
Director and Attorney in Fact

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**ARTICLES OF INCORPORATION
OF
COMERAN INTERNATIONAL, INC.**

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TAMPA, FLORIDA

The following Articles of Incorporation are adopted:

Article One: Name

The name of this Corporation ("Corporation") shall be "COMERAN INTERNATIONAL, INC."

Article Two: Principal Office

The principal place of business and mailing address of this Corporation shall be 1074 Tiburon Way, Palm City, Florida. 34990.

Article Three: Capital Stock

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of one dollar (\$1.00) per share.

Article Four: Initial Registered Agent and Address

The name and street address of the initial registered agent is: Ray Riddell, 1074 Tiburon Way, Palm City, Florida 34990.

Article Five: Incorporator

The name and street address of the incorporator to these Articles of Incorporation is: Ray Riddell, 1074 Tiburon Way, Palm City, Florida 34990.

Article Six: Officers

The officers of the corporation shall be:

Marcelo Guelfand Elkin: President, Secretary and Treasurer

Article Seven: General Provisions

A. The Corporation may transact business, borrow, lend or otherwise deal or contract with the Corporation to the full extent of the law.

B. The Corporation shall indemnify each director and officer of the Corporation from and against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States. This provisions shall be in addition to any other rights to which those indemnified may be entitled under any By-laws, agreements, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and is to continue to any person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such person.

The undersigned has executed these Articles of Incorporation this 8 day of APRIL, 2004.



Ray Riddell, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the corporation mentioned below, 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 "COMERAN INTERNATIONAL, INC."
2. The name and address of the registered agent and office is Ray Riddell, 1074 Tiburon Way, Palm City, Florida 34990.

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.



RAY RIDDELL

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TALLAHASSEE, FLA