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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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FLORIDA PROFIT CORPORATION OR P.A.

Compania Anonima Venezolana de Industrias Militares, IAC.

Certificate of Status	0
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Page Count	04
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ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is

Compañía Anónima Venezolana de Industrias Militares, Inc.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act and to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares, which the corporation is authorized to issue, is 100. Such shares shall be of a single class, and shall be \$ 5.00 par value.

ARTICLE FIVE

The President of the corporation has authorization to do the following activities on behalf of the entity:

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- To negotiate, sign, and enter into any legal contract before domestic and international institutions
- To buy, sell, and distribute any type of product(s) permitted by local and international laws anywhere in the world
- To open bank accounts, and obtain lines of credit and loans from financial institutions from anywhere in the world.

ARTICLE SIX

No stockholder shall have the right to sell, assign, pledge, transfer, devise, or otherwise dispose of any of the share of the corporation without first offering such shares for sale to the corporation at the net asset value thereof.

ARTICLE SEVEN

The street address of the initial principal office of the corporation is

8370 West Flagler Street
Suite 234
Miami, Florida 33144

ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is at least one. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME	ADDRESS
Yonny Arias Petit President	Urbanización Las Mercedes Calle Jalisco Edificio CAVIM

Jose Echeverria
Vice-President

Caracas, Venezuela

Urbanización Las Mercedes
Calle Jalisco
Edificio CAVIM
Caracas, Venezuela

ARTICLE NINE

A unanimous vote of directors for effective director action is required at all directors meetings.

ARTICLE TEN

The one hundred percent (100%) shareholder of the Corporation is:

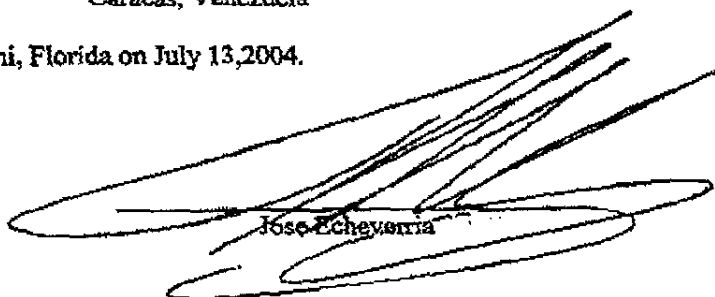
- * Republica Bolivariana de Venezuela (represented by the Minister of Defense of said Country).

ARTICLE ELEVEN

The name and address of each incorporator is:

NAME	ADDRESS
Jose Echeverria	Urbanizacion Las Mercedes Calle Jalisco Edificio CAVIM Caracas, Venezuela

Executed by the undersigned at Miami, Florida on July 13, 2004.



Jose Echeverria

**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.**

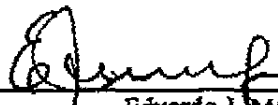
In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First - That Compañia Anónima Venezolana de Industrias Militares, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at the City of Miami, County of Miami-Dade, State of Florida has named Eduardo J. Mendez located at 8370 West Flagler Street, Suite 234 City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in the certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:



Eduardo J. Mendez

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