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PABLO E. LENSE
ATTORNEY AT LAW
7163 S.W. 102nd AVENUE
SUITE B
MIAMI, FLORIDA 33173

PABLO E. LENSE

May 24, 1995

Division of Corporation
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

(or)

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Old Siam Corp.

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Incorporation and the original and one copy of the Designation and Acceptance of Registered Agent for OLD SIAM CORP. Enclosed, as well, is our \$122.50 check for the following:

Certified Copy	\$ 52.50
Registered Agent Designation	35.00
Filing Fee	35.00
TOTAL	\$ 122.50

Upon your receipt and filing of the documents, please send me a certified copy of the Articles of Incorporation.

Thank you for your cooperation.

Sincerely,

PABLO E. LENSE

PEL\ko

cc: Gustavo Martinez

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TELEPHONE
(305) 273-8778
TELECOPIER
(305) 273-0083
MAY 26 AM 6:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****122.50 ****122.50

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*****8.75 *****8.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAY 26 AM 6:06
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ARTICLES OF INCORPORATION
OF

OLD SIAM, CORP.

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

ARTICLE I
NAME

The name of the Corporation is OLD SIAM, CORP.

ARTICLE II
DURATION

The term of existence of the Corporation is perpetual

ARTICLE III
NATURE OF BUSINESS

The nature of the business to be conducted by the Corporation is:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is five hundred (500), all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE V
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

FILED
05 MAY 26 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
REGISTERED OFFICE

The street address of the initial registered office of the Corporation is:

8372 S.W. 148th Avenue
Miami, Florida 33193

The name of the registered agent at such address is:

LISA MARIA MARTINEZ

ARTICLE VII
PRINCIPAL OFFICE

The initial street address of the principal office of the Corporation in the State of Florida is:

8372 S.W. 148th Avenue
Miami, Florida 33193

ARTICLES VIII
DIRECTORS

The initial board of directors of the Corporation shall consist of one (1) member. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

The name and address of the sole member of the first board of directors is:

<u>NAME</u>	<u>ADDRESS</u>
Lisa Maria Martinez	8372 S.W. 148th Avenue Miami, Florida 33193

ARTICLES IX
INCORPORATOR

The name and address of the incorporator is :

<u>NAME</u>	<u>ADDRESS</u>
Lisa Maria Martinez	8372 S.W. 148th Avenue Miami, Florida 33193

ARTICLE X
INDEMNIFICATION

The Corporation shall indemnify any officer or director to the full extent permitted by law.

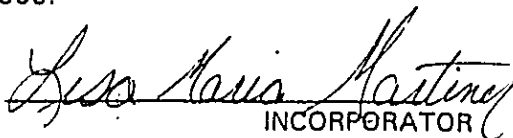
ARTICLE XI
REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN OTHER
PREINCORPORATION EXPENSES; ADOPTION OF CONTRACTS

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its director to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The director of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

ARTICLES XII
RIGHT TO AMEND ARTICLES OF INCORPORATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any writing referred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24 day of May, 1995.


INCORPORATOR

STATE OF FLORIDA:

: ss

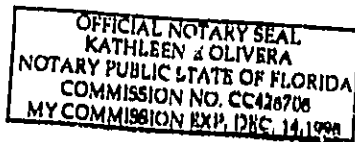
COUNTY OF DADE :

ON THIS 24 day of May, 1995, before me, a notary public duly authorized in the state and county last aforesaid, personally appeared LISA MARIA MARTINEZ, known to me to be the person whose name is subscribed to the above Articles of Incorporation, and who acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year aforesaid.


Notary Public, State of Florida

My Commission Expires:



CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST - THAT OLD SIAM CORP.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS LOCATED IN THE CITY OF

MIAMI, STATE OF FLORIDA, HAS NAMED LISA MARIA MARTINEZ
(NAME OF REGISTERED AGENT)

LOCATED AT 8372 S.W. 148TH AVENUE, MIAMI, FLA 33193.

(STREET ADDRESS AND NAME OF BUILDING)

CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS.

SIGNATURE Lisa Maria Martinez
TITLE PRESIDENT
(CORPORATE OFFICER)
DATE May 24, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVESTATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN
THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Lisa Maria Martinez
LISA MARIA MARTINEZ, REGISTERED AGENT

DATE May 24, 1995