06/0 95 07 FAS-T CORPORATE AGENTS (305) 592-9591 001

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(((H95000006290))) ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: FAS-T CORP. AGENTS, INC.
8405 NW 53RD ST
SUITE C-100
MIAMI FL 33166-
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
FAX: (305) 592-9591

(((H95000006290))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: DILISA INTERNATIONAL, INC.

FAX AUDIT NUMBER:	H95000006290	CURRENT STATUS:	REQUESTED
DATE REQUESTED:	06/06/1995	TIME REQUESTED:	13:11:24
CERTIFIED COPIES:	0	CERTIFICATE OF STATUS:	1
NUMBER OF PAGES:	3	METHOD OF DELIVERY:	FAX
ESTIMATED CHARGE:	$78.75	ACCOUNT NUMBER:	071001002335

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TALLAHASSEE, FLORIDA

6/7

H95000006290

FILED
95 JUN -6 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

DILISA INTERNATIONAL, INC.

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

ARTICLE I NAME

The name of the corporation shall be:

DILISA INTERNATIONAL, INC.

The principal place of business of this corporation shall be:

15355 S.W. 76TH TERR # 104
MIAMI, FL 33193

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is ten thousand shares at one dollar par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

DIRECTOR/ PRESIDENT	GIUSEPPE FESTA 15355 S.W. 76TH TERR # 104 MIAMI, FL 33193
DIRECTOR/ VICE-PRES/ SECRETARY	MARIA F. DE FESTA 15355 S.W. 76TH TERR # 104 MIAMI, FL 33193
DIRECTOR	DANIEL J. FESTA 15355 S.W. 76TH TERR # 104 MIAMI, FL 33193

PREPARED BY: GIUSEPPE FESTA
15355 S.W. 76TH TERR # 104
MIAMI, FL 33193
305-382-4642

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ARTICLE VI INCORPORATOR(S)

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

GIUSEPPE FESTA
15355 S.W. 76TH TERR # 104
MIAMI, FL 33193

The undersigned has (have) executed these Articles of Incorporation this 5th day of June, 1995.

GIUSEPPE FESTA

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT\REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: DILISA INTERNATIONAL, INC.

2. The name and address of the registered agent and office is:

GIUSEPPE FESTA
15335 S.W. 76TH TERR # 104
MIAMI, FL 33193

SIGNATURE ____________

TITLE Pres

DATE 6/1/95

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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE ____________

DATE 6/1/95

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95 JUN -6 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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8/09/95 FLORIDA DIVISION OF CORPORATIONS 9:17 AM
PUBLIC ACCESS SYSTEM
(((H95000008725))) ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: FAS-T CORP. AGENTS, INC.
8405 NW 53RD ST
SUITE C-100
MIAMI FL 33166- 0000 004
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
FAX: (305) 592-9591

(((H95000008725))) DOCUMENT TYPE: BASIC AMENDMENT
NAME: DILISA INTERNATIONAL, INC.
FAX AUDIT NUMBER: H95000008725
DATE REQUESTED: 08/09/1995
CERTIFIED COPIES: 0
NUMBER OF PAGES: 2
ESTIMATED CHARGE: $35.00
CURRENT STATUS: REQUESTED
TIME REQUESTED: 09:17:33
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 071001002335

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corrigans off.
Linda

Amend

RECEIVED
95 AUG -9 PM 3:21
DIVISION OF CORPORATIONS

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 10, 1995

DILISA INTERNATIONAL, INC.
15355 S.W. 76TH TERRACE
#104
MIAMI, FL 33193

SUBJECT: DILISA INTERNATIONAL, INC.
REF: P95000043567

We have received your document for DILISA INTERNATIONAL, INC. and check(s) totaling $3000.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

FAX Aud. #: H95000008725
Letter Number: 295A00037451

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

H95000008725

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
1995 AUG 10 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DILISA INTERNATIONAL, INC

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is 20,000 shares at one dollar par value.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the officer(s) and director(s), if any, who shall hold office the corporation's existence or until their successor(s) is(are) elected, is(are):

		NO. OF SHARES	%
DIRECTOR/ PRESIDENT	GIUSEPPE FESTA 15355 S.W. 76TH TERR #104 MIAMI, FL 33193	7000	35
DIRECTOR/ VICE-PRES/	GERARDO H. ESCALANTE 15355 S.W. 76TH TERR #104 MIAMI, FL 33193	6000	30
DIRECTOR/ SECRETARY	ALESSIO PIEMONTI SEBENI 15355 S.W. 76TH TERR #104 MIAMI, FL 33193	7000	35
DIRECTOR/ TREASURER	MARIA F. DE FESTA 15355 S.W. 76TH TERR #104 MIAMI, FL 33193	0	0

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Prepared by: Giuseppe Festa
15355 S.W. 76th Terr.
Miami, Fl 33193

(305) 271-0345

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THIRD: The date of each amendment's adoption: JUNE 6, 1995.

FOURTH: Adoption of Amendment(s) (check one)

[X] The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

[ ] The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by ______________________."
(voting group)

[ ] The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

[ ] The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 3RD day of AUGUST, 19 95.

Signature ______________________
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)

GIUSEPPE FESTA
Typed or printed name

PRESIDENT
Title