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COVER SHEET

NAME OF INCORPORATION: River Jungle Hotel, Inc.

AMOUNT ENCLOSED : \$ 70.00

PRESIDENT'S NAME: Fransisco Ritta Bernardino

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DALLAS OFFICE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
RIVER JUNGLE HOTEL, INC.**

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be: River Jungle Hotel , INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

175 S.E. 25th Road, Apt 11-E
Miami, FL 33129

ARTICLE III- NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock having ONE DOLLAR (\$1.00) PAR VALUE

ARTICLE V - INITIAL REGISTERED AGENT

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Domingo Alonso
301 Almeria Ave, Ste 220
Coral Gables, FL 33134

ARTICLE VI - BOARD OF DIRECTORS

The number of Directors may be altered from time to time by by-laws adopted by the stockholder's. However, the Corporation shall have no less than (1) director at any time.

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ARTICLES OF INCORPORATION
PAGE TWO

ARTICLE VII - INITIAL DIRECTORS

The name and post office address of each member of the initial Board of Directors is:

President
Francisco Ritta Bernardino
175 S.E. 25Rd # 11-E
Miami, FL 33129

Vice-President/Secretary
Ellen Ritta Honorato
175 S.E. 25 Rd # 11-E
Miami, FL 33129

Treasurer
Alexandre Castrezana
175 S.E. 25 Rd # 11-E
Miami, FL 33129

Secretary
Luis Antonio Almeida Bellido
175 S.E. 25 Rd # 11-E
Miami, FL 33129

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, service, in payment of corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

ARTICLE IX - INCORPORATOR(S)

The name and post office address of each incorporator executing these Articles of Incorporation is as follows:

President
Francisco Ritta Bernardino
175 S.E. 25 Rd # 11-E
Miami, FL 33129

Vice- President/Secretary
Ellen Ritta Honorato
175 S.E. 25Rd # 11-E
Miami, FL 33129

Treasurer
Alejandro Castrezana
175 S.E. 25 Rd # 11-E
Miami, FL 33129

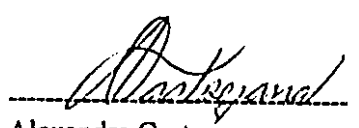
Secretary
Luis Antonio Almeida Bellido
175 S.E. 25 Rd # 11-E
Miami, FL 33129

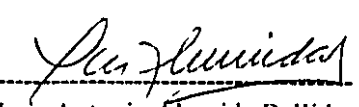
ARTICLES OF INCORPORATION
PAGE THREE

THE UNDERSIGNED INCORPORATOR (S), for the purpose of forming a Corporation to do business in the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.


Francisco Ritta Bernardino
State Of Florida


Ellen Ritta Honorato
State Of Florida


Alexandre Castrezana
State Of Florida



Luis Antonio Almeida Bellido
State Of Florida

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgments personally appeared, *Mr. Francisco Bernardino, Ellen Honorato, Alexandre Castrezana and Luis Antonio Almeida*, to me known to be the person (s) described as the Incorporator(s) in the foregoing Articles of Incorporation, and he (she) acknowledged to me that *they* executed said Articles of Incorporation.

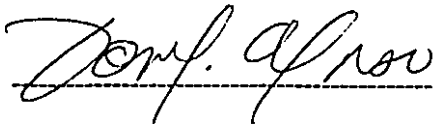
WITNESS my hand and official seal at Miami, County and State above written this 30 day of *May*, 1995.

My Commission expires:




NOTARY PUBLIC, State of Florida
PILAR P. ALONSO
My Commission OC243368
Expires Jan. 20, 1998

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of laws applicable to said designation.


Pilar P. Alonso

145000045443

DOMINGO ALONSO, C.P.A.

301 Almeria Avenue, Suite 220

Coral Gables, FL 33134

Phone (305) 448-3898

Fax (305) 443-9073

June 21, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attn: Mrs. Annette Hogan

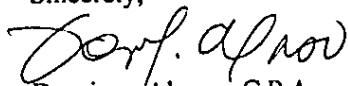
Hotel

This letter is in reference to my client, River Jungle, Inc. Incorporated on June 6, 1995. I would like to request a change in name of one of the incorporators, Mr. Luis A. Bellido. The name that should appear on the articles is: Luis Almeida and not Luis A. Bellido.

He has not changed his name, the problem is that in Latin America, both last names should appear on legal documents, and in the United States only the first name should appear. Therefore, when he made the articles of incorporations he put all 2 last names Luis Almeida Bellido.

If you have any further questions, please call me, and thank you in advance for your cooperation.

Sincerely,


Domingo Alonso, C.P.A.