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TO: DIVISION OF CORPORATIONS
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STATE OF FLORIDA
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CONTACT: RAY STORMONT
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FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ZAMBIANCHI CORPORATION

FAX AUDIT NUMBER: H95000007122

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/27/1995

TIME REQUESTED: 10:18:58

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

OF

ZAMBIANCHI CORPORATION

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: ZAMBIANCHI CORPORATION

The principal place of business of this corporation shall be:
692 W. 29 St. # 9 Hialeah, FL 33012

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: 100 x \$ 10.00- \$ 1,000.00

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Hector Hall, acct
BASIC ACCOUNTING SERVICE
692 W. 29 Street # 9
Hialeah, Florida 33012
305-887-4185

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(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):

Rodolfo Zambianchi

DIRECTOR

Ave. Juan B. Alverdi 5026, Capital Federal, Argentina

C/O Hector J. Hall 692 W. 29 St. # 9 Hialeah, FL 33012

Graciela A. Zambianchi

DIRECTOR

Ave. Juan B. Alverdi 5026, Capital Federal, Argentina

C/O Hector J. Hall 692 W. 29 St. # 9 Hialeah, FL 33012

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to these Article of Incorporation is (are):

Rodolfo Zambianchi

PRESIDENT (50 shares)

Ave. Juan B. Alverdi 5026, Capital Federal, Argentina

c/o Hector J. Hall 692 W. 29 St. # 9 Hialeah, FL 33012

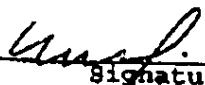
Graciela A. Zambianchi

SEC. & TREASURER (50 shares)

Ave. Juan B. Alverdi 5026, Capital Federal, Argentina

c/o Hector J. Hall 692 W. 29 St. # 9 Hialeah, FL 33012

The undersigned has(have) executed these Article of Incorporation this 19 th. day of June, 19 95.


Signature/Title

President


Signature/Title

Sec. & Treasurer

Signature/Title

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

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: Zambianchi Corporation

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

is Nicolas Garcia

(Name)

692 W. 29 St. # 9

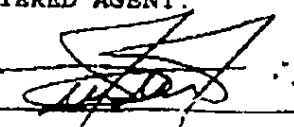
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Milaca, FL 33012

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FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED 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 MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE 6-19-95

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