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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: FAG-T CORP. AGENTS, INC.
8405 NW 53RD ST
SUITE C-100
MIAMI FL 33166-

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((H95000007125)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BOARDING ENTERPRISES, INC.

FAX AUDIT NUMBER: H95000007125

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/27/1995

TIME REQUESTED: 10:44:46

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1

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6/28/95

DIVISION OF CORPORATIONS

55 JUN 28 AM 8:04

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ARTICLES OF INCORPORATION**OF****BOARDING ENTERPRISES, 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:

BOARDING ENTERPRISES, INC.

The principal place of business of this corporation shall be:

**8366 N.W. 66TH STREET
MIAMI, FL 33166****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 SHARES OF COMMON STOCK AT PAR VALUE OF \$ 5.00 EACH**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):

OMAR MIGUEL PUENTE	PRESIDENT	10029 COSTA DEL SOL BLV. MIAMI, FL 33178
MARIA ROSA RUSSO	VICE- PRESIDENT	BOUCHARD 48 2ND C 1106, BUENOS AIRES ARGENTINA
NICOLAS DAVILA	DIRECTOR	10029 COSTA DEL SOL BLV MIAMI, FL 33178

Prepared by: Miguel Angel Camones
801 W. 49th St., Suite 22
Hialeah, FL 33012
(305) 822-4299

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ARTICLES VI INCORPORATOR(S)

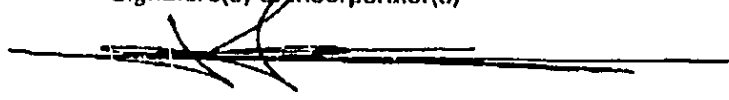
The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is(are):

NICOLAS DAVILA

10029 COSTA DEL SOL BLVD
MIA:FI, FL 33178

IN WITNESS WHEREOF, the undersigned incorporator(s) has have executed these Articles of Incorporation this 26TH day of JUNE, 19 95.

Signature(s) of Incorporator(s)

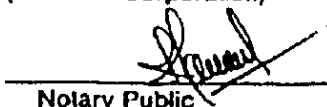


STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING Instrument was acknowledged and sworn to before me this 26TH day of JUNE, 19 95, by NICOLAS DAVILA
(Name of Incorporator)

of BOARDING ENTERPRISES, INC.

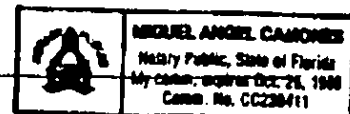
(Name of Corporation)



Notary Public

(SEAL)

My Commission Expires:



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: _____
BOARDING ENTERPRISES, INC. _____
2. The name and address of the registered agent and office is:
NICOLAS DAVILA _____
(P.O. BOX NOT ACCEPTABLE) _____
8366 N.W. 66TH STREET MIAMI, FL 33166 _____
(CITY/STATE/ZIP)

SIGNATURE _____
(Corporate Officer)
TITLE DIRECTOR _____
DATE 06-26-95 _____

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE _____
DATE 06-26-95 _____

REGISTERED AGENT FILING FEE: \$20.00

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