

P95000053931

TRANSMITTAL LETTER

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

Subject: INTERACTIVE WORLD ENVIRONMENT, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$78.75
Filing Fee
& Certificate

From: Alfonso Barreiro
Name (printed or typed)

8027 SW 4th St
(Address)

Miami, FL 33144
City, State & Zip

(305)260-0006
Daytime Telephone number

300001534103
-07/11/95--01017--005
*****78.75 *****78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

JUL 10 AM 9:23

*Called Alfonso Barreiro.
Original articles of incorporation is Miami, FL 33144.
\$78.75 are next
to each other.*

SN
7/13/95

ARTICLES OF INCORPORATION
OF
INTERACTIVE WORLD ENVIRONMENT, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is INTERACTIVE WORLD ENVIRONMENT, INC..

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in trade and any activities or business permitted under the laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock, each share having the par value of seven dollar (\$7.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the board of directors of this corporation at any regular or special meeting.

ARTICLE IV - PRE-EMPTIVE RIGHTS

In the event that any authorized, but unissued stock, is to be issued, or any new class of stock shall be created, or the authorized number of shares of any class shall be increased, or any bonds, notes, debentures, or other securities, convertible into stock, are to be issued, the holders of shares of the corporation, outstanding at the time such authorized but unissued stock, such new class of stock or such increase in offered for subscription of such bonds, notes, debentures, or other securities convertible into stock, before the same is offered for public subscription or sales, in proportion to the number of shares owned respectively by each of the holders of such stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but the number of director shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTOR

The name and street address of the first Board of Director who shall hold office until his successors are elected and have qualified, is as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Alfonso Barreiro	8027 SW 4th St. Miami, Fl. 33144	President

ARTICLE VIII - CONFLICT OF INTEREST

No contract between this corporation and other corporations or another individual shall be invalidated solely by reason of the fact that one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers and directors of this corporation may be the other individual or individuals contracting with this corporation.

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Alfonso Barreiro	8027 SW 4th St. Miami, Fl. 33144

ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner, provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholder, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI - ADDRESS OF PRINCIPAL OFFICE

The initial street and address of the principal office of this corporation is to be at 8025 S.W. 4th Street. The Board of Directors may from time to time, designate such other address and place for the principal office of this corporation as it may see fit. Miami, FL 33144.

ARTICLE XII - SERVICE OF PROCESS

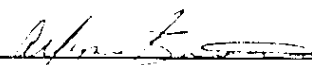
All legal service shall be made upon Alfonso Barreiro, the Registered Agent at 8027 S.W. 4th Street, Miami, Florida 33144.

ARTICLE XIII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each director and officer of the corporation now or hereafter serving as such, shall be indemnified and be held harmless by the corporation against any and all claims and/or liabilities to which he has or shall become subject by reason of serving or having served as such director or officer, or by reason of any or any action alleged to have been taken, omitted, or neglected by him as such director or officer; and the corporation shall reimburse each such person for all legal expenses including legal expenses on appeal matter.

The right of indemnification hereinabove provided for shall not be exclusive of any rights to which any director or officer of the corporation may otherwise be entitled by law.

IN WITNESS WHEREOF, I have hereunto set my hand, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 7th day of July, 1995.

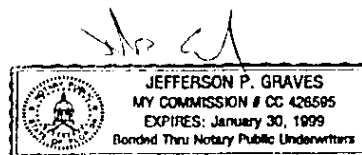


Alfonso Barreiro as Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

Before me personally appeared Alfonso Barreiro, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposed there expressed.

Witness my hand and official seal in the county and state named above this 7th day of July, 1995.



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with
said Act.

First -- That **INTERACTIVE WORLD ENVIRONMENT, INC.**

desiring to organize under the laws of the state of **Florida** with its principal office, as indicated in
the articles of incorporation at city of **Miami** county of **Dade**, State of **Florida** has named **Alfonso**
Barreiro located at **8027 S.W. 4th Street** City of **Miami**, State of **Florida** as its agent to accept
service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By: Alfonso Barreiro
Alfonso Barreiro as Designated Agent

FILED
95 JUL 10 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA