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September 5, 1995

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

RE: SOCIEDAD INTERAMERICANA ADUANERA, CORP.
(English Translation:
Interamerican Customs Broker Society, Corp.)

Dear Sir:

Enclosed please find the Articles of Incorporation in reference to the above-named corporation for filing. Also enclosed is my check in the amount of \$122.50 representing the filing fee.

The name and address of the incorporator and the address of the principal office and registered office are covered under Article VIII.

Thank you for your assistance in this matter.

Very truly yours,

KIERAN P. FALLON

KPF:mec
Enclosures

11/11/95 GAVE
AUTHORIZATION BY PHONE TO
CORPORATION
DATE 11/11/95
DOC. EXAM 11/11/95

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-09/12/95--01006--010
****122.50 ****122.50

SEP 11 1995

ARTICLES OF INCORPORATION
OF

SOCIEDAD INTERAMERICANA ADUANERA, CORP.
(English Translation:
INTERAMERICAN CUSTOMS BROKER SOCIETY, CORP.)

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION
UNDER THE FLORIDA GENERAL CORPORATION ACT, ADOPTS THE FOLLOWING
ARTICLES OF INCORPORATION:

ARTICLE I

The name of the corporation is SOCIEDAD INTERAMERICANA
ADUANERA, CORP.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate
existence shall be the date of the filing of these Articles by the
Department of State.

ARTICLE IV

The purpose or purposes for which the corporation is organized
is to engage in the transaction of any or all lawful business for
which the corporation may be incorporated under the Florida General
Corporation Act.

ARTICLE V

The aggregate number of shares which the corporation shall
have authority to issue is one ^{hundred} ~~thousand~~ (100) Shares of Capital
Stock, \$10,000 par value.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is one (1) and the names and addresses of those persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

FERNANDO BIRBRAGHER	PRESIDENT
MARTHA AGUDELO	VICE PRESIDENT/ TREASURER
KIERAN P. FALLON	SECRETARY

ARTICLES VII

The Shares of Capital Stock of this Corporation shall be issued to the following person(s):

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
FERNANDO BIRBRAGHER	2100 Coral Way, Suite 500 Miami, Florida 33145	100

ARTICLE VIII

The name and address of the incorporator and the address of the principal office and registered office is:

FERNANDO BIRBRAGHER
2100 Coral Way, Suite 500
Miami, Florida 33145


ARTICLE IX

The name and address of the initial registered agent is:

FERNANDO BIRBRAGHER
2100 Coral Way, Suite 500
Miami, Florida 33145

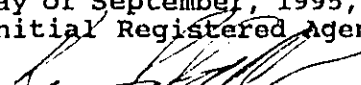
DATED: September 5, 1995.


FERNANDO BIRBRAGHER
Incorporator


FERNANDO BIRBRAGHER
Initial Registered Agent

STATE OF FLORIDA)
 :
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 5th day of September, 1995, by FERNANDO BIRBRAGHER, as Incorporator and Initial Registered Agent.


NOTARY PUBLIC
State of Florida at Large
My Commission Expires:



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:

SOCIEDAD INTERAMERICANA ADUANERA, CORP.

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


FERNANDO BIRBRAGHER
2100 Coral Way, Suite 500
Miami, Florida 33145

SIGNATURE: 

TITLE: PRESIDENT

DATE:

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: