

**P96000006565**  
(SAMPLE LETTER OF TRANSMITTAL)

Date

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

RECEIVED 15504510  
-01/17/96--01040--014  
\*\*\*\*122.50 \*\*\*\*122.50


Re: REDES AM CORPORATION  
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

  
JUAN OVEGA ALVAREZ  
(individual's name)

REDES CORPORATION  
(name of corporation)

J. Alvarez GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Name  
DATE 1/22  
21B

MAILING ADDRESS OF CORPORATION	
REDES CORPORATION	
48 E. FLAGLER ST, SUITE 300	
MIAMI, FL 33131	
PHONE	
(305) 373-7770	
Area Code	Number

RECEIVED  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA  
96 JAN 17 PM 3:10

GB 1/22/96

## ARTICLES OF INCORPORATION

REDES AM Corporation

of

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

### ARTICLE I - CORPORATE NAME

The name of the corporation is:

REDES AM Corporation

### ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

### ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

### ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares ( 500 ) of ONE Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares."

### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>JUAN DIEGO ALVAREZ</u>		
ADDRESS	<u>48 E. FLAGLER ST., SUITE 324</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33131</u>

The principal office, if known, or the mailing address of the corporation is:

NAME			
ADDRESS	<u>48 E. FLAGLER ST., SUITE 324</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33131</u>

### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have THREE ( 3 ) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>JUAN DIEGO ALVAREZ</u>		
ADDRESS	<u>855 NW 44 AVE, APT. 27</u>		
CITY	<u>MIAMI</u>	STATE <u>FL</u>	ZIP <u>33126</u>
NAME	<u>CAMILO ENRIQUE MOLANO</u>		
ADDRESS	<u>2899 COLLINS AVE, APT. 1434</u>		
CITY	<u>MIAMI BEACH</u>	STATE <u>FL</u>	ZIP <u>33140</u>
NAME	<u>GERMAN RODRIGUEZ</u>		
ADDRESS	<u>641 5TH AVE, PH 3</u>		
CITY	<u>NEW YORK</u>	STATE <u>NY</u>	ZIP <u>10022</u>

# ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JUAN DIEGO ALVAREZ		
ADDRESS	85T NW 44 AVE, APT. 27		
CITY	MIAMI	STATE	FL ZIP 33126
NAME	Camilo ENRIQUE MOLANO		
ADDRESS	2899 COLLINS AVE, APT. 1434		
CITY	MIAMI BEACH	STATE	FL ZIP 33140
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 10 day of JANUARY, 1996.

D.L. # A-416-424-69 - [Signature] (Seal)  
144-0

D.L. # H 450-105 - [Signature] (Seal)  
51-248-0

[Signature]  
NOTARY PUBLIC



SILVIA DUARTE-SMITH  
COMMISSION # CC 312384  
EXPIRES SEP 1, 1997  
Atlantic Bonding Co., Inc.  
800-732-2245

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

FILED

96 JAN 17 PM 3:10

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

REDES AM CORPORATION

(name of corporation)

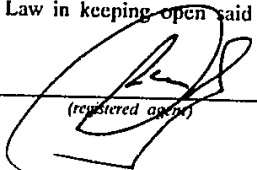
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 48 E FLAGLER ST., SUITE 324  
MIAMI, FL 33131

has named JUAN DIEGO ALVAREZ  
located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

  
(registered agent)