

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

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Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Miami - Liaison
Source - 9 PM 12-17

SECURITY FEE OF STATE DISBURSED
 TALLAHASSEE, FLORIDA

☒ Capital Express™
☒ Art. of Inc. File _____
 Corp. Record Search _____
 Ltd. Partnership File _____
 Foreign Corp. File _____
☒ () Cert. Copy(s) _____

Art. of Amend. File _____
 Dissolution/Withdrawal _____
 C U B. _____

Fictitious Name File _____

18088171 1221
 -02/09/96-01013-029
 *****122.50 *****122.50

Name Reservation _____
 Annual Report/Reinstatement _____
 Reg. Agent Service _____
 Document Filing _____

Corporate Kit _____
 Vehicle Search _____
 Driving Record _____
 Document Retrieval _____

UCC 1 or 3 File _____
 UCC 11 Search _____
 UCC 11 Retrieval _____

File No.'s, _____ Copies _____
 Courier Service _____
 Shipping/Handling _____
 Phone () _____
 Top Priority _____
 Express Mail Prep. _____
 FAX () _____ pgs. _____

SUBTOTALS _____

FEE.....\$
 DISBURSED.....\$
 SURCHARGE.....\$
 TAX on corporate supplies.....\$
 SUBTOTAL.....\$
 PREPAID.....\$
 BALANCE DUE.....\$

RECEIVED
 99 FEB - 9 AM 10:11
 DIVISION OF CORPORATION

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

2/3/96

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Articles of Incorporation

FILED

96 FEB -9 PM 12:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

Article I: NAME

The name of the corporation shall be **Miami-Latin Liaison, Inc.**

Article II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Bal Harbour Square, Ste. 203
10250 Collins Avenue
Bal Harbour, FL 33154

Article III: DURATION

The duration of the corporation is perpetual.

Article IV: PURPOSES

The corporation has been organized for the transaction of any or all lawful business for which corporations may be incorporated under this chapter.

Article V: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 90 shares of common stock and the par value of each share shall be \$1.00.

Article VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Ann Bitterman, Esq.
Bal Harbour Square, Ste. 203
10250 Collins Avenue
Bal Harbour, FL 33154

2/3/96

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Article VII: INCORPORATORS

The names and addresses of the incorporators are as follows:

Ann Bitterman, Esq.
Bal Harbour Square, Ste. 203
10250 Collins Avenue
Bal Harbour, FL 33154

Fernando Alvaro Gonclaves Bustamante
Simon Bolivar 7123-D
La Reina
Santiago, Chile

Article VIII: BOARD OF DIRECTORS


There shall be two {2} Directors of this corporation whose names and addresses are:

Fernando Alvaro Gonclaves Bustamante,
President & Chief Executive Officer
Simon Bolivar 7123-D
La Reina
Santiago, Chile

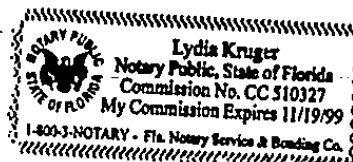
Ann Bitterman, Esq.,
Vice-President & Secretary
Bal Harbour Square, Ste. 203
10250 Collins Avenue
Bal Harbour, FL 33154

Any provision, not inconsistent with the law, for the regulation of the internal affairs of the Corporation or for the restriction of the transfer of shares may be added.

In witness thereof, the undersigned incorporator(s) has(have) executed these Articles of Incorporation, on this, the 7 day of February, 1996.


Ann Bitterman, Esq.


Notary Public



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

FILED

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE STATE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA,
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Miami-Latin Liaison, Inc.
Doing Corp.

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

Ann Bitterman, Esq.
(NAME)
10250 Collins Ave, Ste. 203
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)
Bal Harbour, FL 33154
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment 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 registered agent.

Ann Bitterman
(SIGNATURE)

2/3/76
(DATE)