

P960000018038

February 23rd., 1996

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

Gentlemen:

500001724765
-02/27/96--01034--013
*****70.00 *****70.00

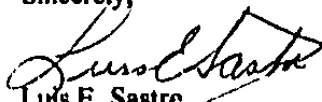
I enclose Articles of Incorporation of INTERCORP INVESTMENTS, INC., of Coral Gables, Florida.

A check in the amount of \$70.00 covering the required fee is also enclosed.

Filing Fee	\$ 35.00
Registered Agent	\$ 35.00

	\$ 70.00

Sincerely,


Luis E. Sastre
641 Sevilla Ave.
Coral Gables, FL 33134

FILED
96 FEB 26 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL FEB 27 1996

ARTICLES OF INCORPORATION

OF

INTERCORP INVESTMENTS, INC.

ARTICLES OF INCORPORATION

FILED

96 FEB 26 PM 4:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators of these Articles of Incorporation, being natural persons, competent to contract, hereby form a corporation under the laws of the State of Florida by and under the provisions of the Statutes of the State providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

Article I - NAME

The name of the corporation is "INTERCORP INVESTMENTS, INC." (hereinafter referred to as the "Corporation").

Article II - PURPOSES OF THE CORPORATION

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such act.

Article III - EFFECTIVE DATE

The effective date of incorporation shall be the date of filing these Articles of Incorporation.

Article IV - CAPITAL STOCK

The total authorized capital of this corporation shall be 500 shares of common stock of \$1.00 par value per share. The whole or any part of the capital stock of said corporation shall be payable in lawful money of the United State of America or property or labor of services at a just valuation to be fixed by the Directors.

MA
LLS.
MA

Property or labor may also be purchased with the capital stock at such a valuation as shall be determined by the Directors.

Article V- INITIAL CAPITAL

The amount of capital with which the corporation shall begin business shall be \$500.00

Article VI- TERMS OF EXISTENCE

The corporation shall have perpetual existence.

Article VII- ADDRESS

The principal place of business of said corporation shall be 641 Sevilla Ave., Coral Gables, Florida 33134, with the privilege of, however, transferring such principal place of business or having branch offices or places of business at any other place or places within or without the State of Florida.

Article VIII- INITIAL REGISTERED OFFICE AND AGENT

Mr. Luis E. Sastre of 641 Sevilla Ave., Coral Gables, Florida 33134 is hereby designated as Resident Agent for the corporation as required by law.

Article IX- INCORPORATORS

The name and address of the incorporators and the number of shares or stock which has agreed to take is:

NAME	SHARES	ADDRESS
Marta M. Sastre	50	1214 Columbus, Coral Gables, FL 33134
Luis E. Sastre	25	641 Sevilla Ave., Coral Gables, FL 33134
Maria R. Sastre	25	641 Sevilla Ave., Coral Gables, FL 33134

The corporation shall have three directors initially. The number of Directors may be increased or diminished from time to time by the by-laws, but shall never be less than two.

*MS
L.E.S.
M.R.S.*

Article IX- INCORPORATORS

The name and addresses of the initial Directors of the corporation who, subject to the provisions of this Certificate of Incorporation and the By-Laws, have qualified and been elected are:

<u>NAME</u>	<u>ADDRESS</u>
Marta M. Sastro	1214 Columbus, Coral Gables, FL 33134
Luis E. Sastre	641 Sevilla Ave., Coral Gables, FL 33134
Maria R.. Sastro	641 Sevilla Ave., Coral Gables, FL 33134

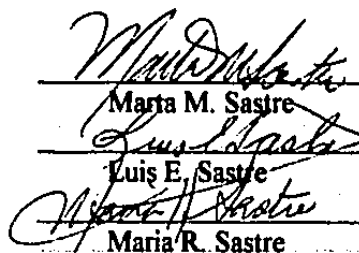
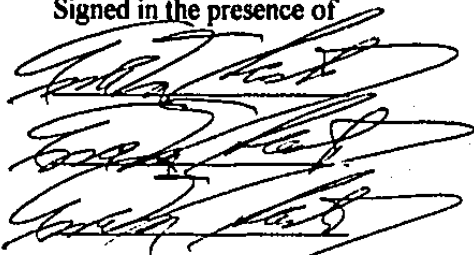
Article XII- INITIAL OFFICERS

The names and addresses of the first officers of the corporation who, subject to the provisions of this Certificate of Incorporation and the By-Laws, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Marta M. Sastre	President	1214 Columbus, Coral Gables, FL 33134
Luis E. Sastre	Vice-President	641 Sevilla Ave., Coral Gables, FL 33134
Maria R.. Sastre	Secretary-Treasurer	641 Sevilla Ave., Coral Gables, FL 33134

IN WITNESS WHEREOF, the undersigned have made and subscribed this Certificate of Incorporation at Coral Gables, Florida, for the uses and purposes of aforesaid, on this 23rd. day of February, 1996

Signed in the presence of



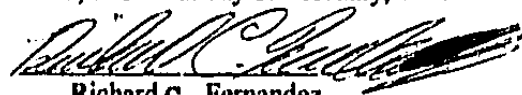
Marta M. Sastre
Luis E. Sastre
Maria R. Sastre

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned, personally appeared Marta M. Sastre, Luis E. Sastre and Maria R. Sastre, who are well known to me to be the persons described in and who executed the foregoing articles of incorporation, and who acknowledged before me, according to law, that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal at Miami, Florida, this 23rd. day of February, 1996



Richard C. Fernandez
Notary Public

My commission expires:-



RICHARD C FERNANDEZ
My Commission CG180033
Expires Jun. 04, 1998

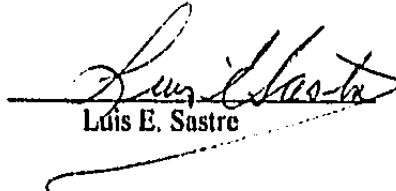
INTERCORP INVESTMENTS, INC.

ACCEPTANCE OF SERVICE AS RESIDENT AGENT

The undersigned, Luis E. Sastre, having been named as registered agent to accept service of process for the above named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity.

The undersigned is familiar with and accepts the duties and the obligations of Section 607.325, Florida Statutes.

Dated this 23rd. day of February, 1996


Luis E. Sastre

FILED
96 FEB 26 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000018038

FILED

96 APR 15 AM 10:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 23rd., 1996

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

SECRET 01784185
-04/17/96--01057--014
*****35.00 *****35.00

RE:- Intercorp Investments, Inc.
Document # P96000018038

Gentlemen:

Please find enclosed all documents related to the Dissolution of the above Corporation.

We shall appreciate your acknowledgement or receipt.

Sincerely,



Luis E. Sastre
641 Sevilla Ave.
Coral Gables, FL 33134

RECEIVED

96 APR - 1 PM 8:12
DIVISION OF CORPORATIONS

Vol. DISS.

N. HENDRICKS APR 16 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 9, 1996

LUIS SASTRE
641 SEVILLA AVE.
CORAL GABLES, FL 33134

SUBJECT: INTERCORP INVESTMENTS, INC.
Ref. Number: P96000018038

We have received your document for INTERCORP INVESTMENTS, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 196A00016088

DIVISION OF CORPORATIONS

96 APR 15 AM 9:10

RECEIVED

4/12/96

Attached check # 1176 \$ 35.00

Luis Sastre

ARTICLES OF DISSOLUTION
OF
INTERCORP INVESTMENTS, INC.

FILED

96 APR 15 AM 10:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned officers of INTERCORP INVESTMENTS, INC., file these Articles of

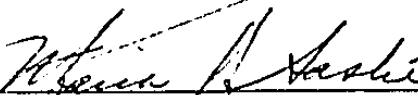
Dissolution of the corporation, and say that:

1. The name of the corporation is INTERCORP INVESTMENTS, INC.
2. The names and addresses of the shareholders of the corporation are as follows:
Marta M. Sastro, 1214 Columbus, Coral Gables, FL 33134; Luis E. Sastro, 641 Sevilla Ave., Coral Gables, FL 33134 and Maria R. Sastro, 641 Sevilla Ave., Coral Gables, FL 33134
3. The names and addresses of the officers of the corporation are as follows: Marta M. Sastro, 1214 Columbus, Coral Gables, FL 33134; Luis E. Sastro, 641 Sevilla Ave., Coral Gables, FL 33134 and Maria R. Sastro, 641 Sevilla Ave., Coral Gables, FL 33134
4. The names and addresses of the directors of the corporation are as follows: Marta M. Sastro, 1214 Columbus, Coral Gables, FL 33134; Luis E. Sastro, 641 Sevilla Ave., Coral Gables, FL 33134 and Maria R. Sastro, 641 Sevilla Ave., Coral Gables, FL 33134.
5. A copy of the written consent of shareholders to dissolve the corporation is attached hereto, which consent has been signed by all of the shareholders of the corporation.

DATED this 15th. day of March, 1996.


Marta M. Sastro

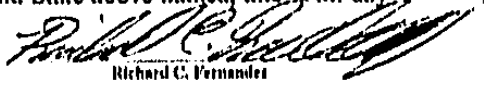

Luis E. Sastro


Maria R. Sastro

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, personally appeared MARTA M. SASTRE, to me well known to be the individual described in and who executed the foregoing Articles of Dissolution, and acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above-named, this 15th. day of March,, 1996


Richard C. Fernandez

NOTARY PUBLIC
My Commission Expires:

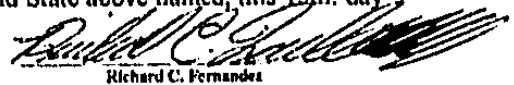
STATE OF FLORIDA
COUNTY OF DADE



RICHARD C FERNANDEZ
My Commission CC380033
Expires Jun. 04, 1998

BEFORE ME, personally appeared LUIS E. SASTRE, to me well known to be the individual described in and who executed the foregoing Articles of Dissolution, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above-named, this 15th. day of March,, 1996


Richard C. Fernandez

NOTARY PUBLIC
My Commission Expires:

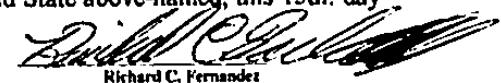
STATE OF FLORIDA
COUNTY OF DADE



RICHARD C FERNANDEZ
My Commission CC380033
Expires Jun. 04, 1998

BEFORE ME, personally appeared MARIA R. SASTRE, to me well known to be the individual described in and who executed the foregoing Articles of Dissolution, and acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above-named, this 15th. day of March,, 1996


Richard C. Fernandez

NOTARY PUBLIC
My Commission Expires:



RICHARD C FERNANDEZ
My Commission CC380033
Expires Jun. 04, 1998

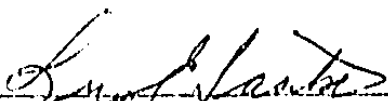
CONSENT OF SHAREHOLDERS TO DISSOLUTION OF CORPORATION

We, the undersigned, being the only shareholders of., INTERCORP INVESTMENTS, INC., hereby consent to dissolution of the corporation, effective immediately

DATED this 15th. day of March, 1993.



Marta M. Sastro



Luis E. Sastro



Maria R. Sastro