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HOUSTON, TX 77002
713-261-0000
FAX 713-261-0001
P960000-K1774



INTERNET
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 965893 94998A

AUTHORIZATION :

Patricia Pizju

COST LIMIT : \$ 70.00

ORDER DATE : May 24, 1996

ORDER TIME : 11:23 AM

ORDER NO. : 965893

CUSTOMER NO: 94998A

CUSTOMER: Achilles Ballestas, Cpa
ACHILLES BALLESTAS, CPA

7730 S.w. 68th Terrace

Miami, FL 33143

600001888006

DOMESTIC FILING

NAME: SEA & SUN INTERNATIONAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 24 PM 9:29

RECEIVED
96 MAY 24 PM 12:16
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

96 MAY 24 AM 9:29

ARTICLE ONE
NAME

The name of the Corporation shall be:

SEA & SUN INTERNATIONAL, INC.

ARTICLE TWO
NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE THREE
TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: filing date.

ARTICLE FOUR
CORPORATE ADDRESS

The address of the principal office and mailing address of the corporation is:

**7730 SW 68 TR
MIAMI, FL 33143**

**ARTICLE FIVE
INCORPORATOR**

The undersigned individual does hereby act as incorporator in adopting these Articles of Incorporation for the purpose of organizing a corporation pursuant to the provisions of the Florida Business Corporation Act.

**ACHILLES BALLESTAS
7730 SW 68 TR
MIAMI, FL 33143**

**ARTICLE SIX
MINIMUM CAPITAL**

The amount of capital with which the Corporation shall begin business shall not be less than One Hundred Dollars (\$100.00), or such greater amount as may be required by law.

**ARTICLE SEVEN
CAPITAL STOCK**

This Corporation is authorized to issue shares of stock as follows:

A. Designation: The Stock of this Corporation shall be known as Common Stock.

B. Authorized: The maximum number of shares of Common Stock that this Corporation may issue is ONE THOUSAND (1000).

C. Par value: Each share of Common Stock shall have the par value of ONE DOLLAR (\$1.00).

**ARTICLE EIGHT
ASSIGNATION OF REGISTERED OFFICE
AND REGISTERED AGENT**

The Registered office for this Corporation shall be:

**7730 SW 68 TR
MIAMI, FL 33143**

The registered agent for this Corporation shall be:

ACHILLES BALLESTAS
at the above address.

ARTICLE NINE
CORPORATE DIRECTORS

The following individual(s) is (are) the Director(s) of the corporation:

JOSE CARLOS VILLARES
P.O. BOX 1709
HATO REY, PUERTO RICO

IN WITNESS WHEREOF, the undersigned incorporator does make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

DATE: This 23 day of MAY, 1996.

Achilles Ballestas

ACHILLES BALLESTAS

STATE OF FLORIDA:
: S.S.:
COUNTY OF DADE :

BEFORE ME, the undersigned authority, personally appeared:

ACHILLES BALLESTAS

to me well known and known to me to be the individuals described, and who executed the foregoing Articles of Incorporation, and who acknowledged before me that the same was executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and Official Seal at Miami, Dade County, Florida.

Date: This 23 day of May, 1996.

Dalia Torga

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My commission expires:



STATE OF FLORIDA
COUNTY OF MIAMI
90 MAY 26 11 09 29

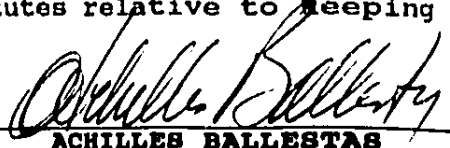
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS CAN BE SERVED.**

In pursuance of Florida Statutes, the following is submitted in
compliance with said statutes:

THAT **BUN & SEA INTERNATIONAL, INC.** desiring to organize under
the Laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation at the City of Miami,
County of Dade, State of Florida, has named **ACHILLES BALLESTAS**
whose registered address is **7730 SW 68 TR, City of MIAMI, County
of Dade, State of Florida,** as its Agent to accept service of
process within this State.

ACKNOWLEDGEMENT:

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

By: 
ACHILLES BALLESTAS
Resident Agent