

5/28/96

FLORIDA DIVISION OF CORPORATIONS

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NAME: MIA SUR CARIBBEAN GROUP, INC.

FAX AUDIT NUMBER: H96000007444

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**ARTICLES OF INCORPORATION
OF
MIASUR CARIBBEAN GROUP, INC.**

**ARTICLE I
CORPORATE NAME**

The name of the Corporation shall be:

MIASUR CARIBBEAN GROUP, INC.

**ARTICLE II
CORPORATE EXISTENCE**

The existence of the Corporation shall be perpetual. Corporate existence shall begin upon filing of the Articles of Incorporation by the Department of State.

**ARTICLE III
NATURE OF CORPORATE BUSINESS**

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

**ARTICLE IV
CAPITAL STOCK**

This Corporation is authorized to issue a maximum of ONE HUNDRED (100) shares of stock. The shares of stock shall be common stock having a par value of TEN (\$ 10.00) DOLLARS per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Lillian Varela / Varela & Assoc.
350 Lincoln Road
Miami Beach, FL 33139
(305) 672-0812

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ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida shall be:

**LISA J. FERRIER
977 SPRING CIRCLE, #205
DEERFIELD BEACH, FLORIDA 33139**

ARTICLE VI

DIRECTORS

This Corporation shall have three 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. The name and address of the initial directors of this Corporation shall be:

**LILIAN FERRIER
DUIBBURGLAAN 17
FLORA, PARAMARIBO
REPUBLIC OF SURINAM**

**ADEHAM GANY RAMDJAN
DUIBBURGLAAN 17
FLORA, PARAMARIBO
REPUBLIC OF SURINAM**

**LISA J. FERRIER
977 SPRING CIRCLE, #205
DEERFIELD BEACH, FLORIDA 33441**

The members of the First Board of Directors shall hold office until the first annual meeting of the stockholders of the Corporation.

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ARTICLE VII

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

LISA J. FERRIER
977 SPRING CIRCLE, #205
DEERFIELD BEACH, FLORIDA 33441

ARTICLE VIII

CORPORATION'S PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of MIASUR CARIBBEAN GROUP, INC. is as follows:

977 SPRING CIRCLE, #205
DEERFIELD BEACH, FLORIDA 33441

The undersigned, being the original subscriber to these Articles of Incorporation, for the purposes of forming a corporation for profit and to do business both within and without the State of Florida, does hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and accordingly, have hereunto set her hand and seal this 22nd day of May, 1996.


LISA J. FERRIER

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STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BE IT REMEMBER that on this day, before me, a Notary Public duly authorized in the State of Florida, County of Dade, to take acknowledgements personally appeared, LISA J. FERRIER, to me known to be the person described as incorporator in the foregoing Articles of Incorporation of MIASUR CARIBBEAN GROUP, INC., and she acknowledges before me that she executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami Beach, Dade County, Florida this 22nd. day of May, 1988.



PATRICIA A. LEVENSON
COMMISSION # CD 47523
EXPIRES JUN 18, 1990
BONDED TO THE
ATLANTIC BONDING CO., INC.

NOTARY PUBLIC

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CERTIFICATE OF REGISTERED AGENT
OF
MIASUR CARIBBEAN GROUP, INC.

Pursuant to Chapter 607.34 of the Florida statutes, the following is submitted in compliance with said Act:

That MIASUR CARIBBEAN GROUP, 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 Deerfield Beach, County of , State of Florida, has named LISA J. FERRIER, located at 877 Spring Circle, # 205, Deerfield Beach, Florida 33441 as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to comply with the provision of said Act relative to keeping open said office.

DATED this 22nd. day of May, 1996


LISA J. FERRIER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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