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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ~~TELICA-INVESTMENTS, INC.~~ - Telica USA Corp.
FAX AUDIT NUMBER: H96000011190
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ARTICLES OF INCORPORATION OF TELICA USA CORPORATION

ARTICLE I. CORPORATE NAME

The name of this Corporation shall be:

TELICA USA CORPORATION

ARTICLE II. 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 III. CAPITAL STOCK

The Corporation is authorized to issue a maximum of One Thousand (1,000) Shares of Stock. The Shares of Stock shall be voting common stock having a par value of One Dollar ($1.00) per share. The consideration to be paid for each Share of Stock shall be fixed by the Board of Directors.

ARTICLE IV. INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

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

Alvaro Castillo B., Esq.
CASTILLO & ASSOCIATES
1390 Brickell Avenue
Suite 200
Miami, Florida 33131

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ARTICLE V. BOARD OF DIRECTORS

The number of Directors may be altered from time-to-time by

This Instrument Prepared By:

Alvaro Castillo B., Esq.
1390 Brickell Avenue, Suite 200
Miami, Florida 33131
(305) 371-5540
Florida Bar No. 611761

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ARTICLE X.
COMMENCEMENT DATE

Corporate existance will commence on the date of the filing of these Articles of Incorporation.

The UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

By: ______________________
ALVARO CASTILLO B.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, ALVARO CASTILLO B., personally appeared to me known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and seal in said State and County, this 12th day of August, 1996.

____
NOTARY PUBLIC

LOURDES B. GINN
Notary Public, State of Florida
My comm. expires June 28, 1998
Comm. No. CC 371699
Fla. Notary Service & Bonding Co.

____
DATE COMMISSION EXPIRES

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the By-Laws adopted by the shareholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI.
INITIAL DIRECTORS

The name and post office address of the initial Directors of the Corporation are:

Name	Address
Daniel Federico Brave Traviezo	1390 Brickell Avenue Suite 200 Miami, Florida 33131
Auxiliadora P. de Sandino	1390 Brickell Avenue Suite 200 Miami, Florida 33131
Ricardo Marin	1390 Brickell Avenue Suite 200 Miami, Florida 33131

ARTICLE VII
INITIAL OFFICERS

The initial officers shall be elected at the first Board of Directors meeting.

ARTICLE VIII.
INCORPORATOR

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

Name	Address
Alvaro Castillo B.	1390 Brickell Avenue Suite 200 Miami, Florida 33131

ARTICLE IX.
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal mailing address of the Corporation is as follows:

1390 Brickell Avenue
Suite 200
Miami, Florida 33131

TOTAL P.05

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ACCEPTANCE BY REGISTERED AGENT

The Undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Alvaro Castillo B., Esq.
CASTILLO & ASSOCIATES
1390 Brickell Avenue
Suite 200
Miami, Florida 33131

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