

P96000080999

August 22, 1996

Ms. Sandra Mortham
Secretary of State
State of Florida

400001941114
-09/06/96--01049--017
****122.50 ****122.50

Dear Ms. Mortham,

Please find attached a money order in the amount of US\$122.50 for coporation filing fees,
as well as the Articles of Incorporation, Certification of Notary Public, and Resident Agent
Certificate.

Respectfully submitted,


Manrique Iriarte

SEP 10 1996

BSB

1109

W96-18989

FILED
96 OCT -1 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 10, 1996

MANRIQUE IRIARTE
403 N.W. 72ND AVENUE #217
MIAMI, FL 33126

SUBJECT: SYSMAN, INC.
Ref. Number: W96000018989

We have received your document for SYSMAN, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent designated must be an active Florida corporation or limited liability company or a foreign corporation or limited liability company authorized to transact business in Florida. Please correct the document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 496A00042110

FILED

96 OCT -1 AM 10:21

STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: **SYSMAN, Inc.** The address of the principal office of this corporation shall be **403 NW 72 AVE #217 Miami, FL 33126.**

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

The corporation shall have authority to issue 100 shares of common stock, at \$5.00 par value per share.

ARTICLE IV. DURATION OF THE CORPORATION

The duration of this corporation is perpetual unless sooner dissolved according to law.

ARTICLE V. OFFICERS DIRECTORS

This corporation shall have five (5) Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Iriarte, Manrique Director	403 NW 72 Ave. #217 Miami, FL 33126
Pujadas, Jose Director	403 NW 72 Ave. #205 Miami, FL 33126
Amador, Humberto Director	2430 SW 18 St. Miami, FL 33145

Eduardo Blanco
Director

9441 SW 4 St. #307
Miami, FL 33174

Victor E. Miyakawa
Director

991 NW 28th Ave.
Miami, FL 33125

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Iriarte, Manrique
President

403 NW 72 Ave. #217
Miami, FL 33126

Amador, Humberto
Secretary/Treasurer

2430 SW 18 St.
Miami, FL 33145

ARTICLE VI. INCORPORATOR

The names and street addresses of the incorporator to these Articles of

Incorporation:

Iriarte, Manrique

403 NW 72 Ave. #217
Miami, FL 33126

Pujadas, Jose

403 NW 72 Ave. #205
Miami, FL 33126

Amador, Humberto

2430 SW 18 St.
Miami, FL 33145

Eduardo Blanco

9441 SW 4 St. #307
Miami, FL 33174

Victor E. Miyakawa

991 NW 28th Ave.
Miami, FL 33125

ARTICLE VII. RESIDENT AGENT

The address of its initial registered office is 7351 NW 7th St. Suite L, Miami, FL 33126 and the name of its initial registered agent at said address is Rovalco Corporation and the address of the principal office of Sysman, Inc. is 403 NW 72nd Ave. #217, Miami, FL 33126.

Handwritten signature

Dated September 19, 1996

STATE OF FLORIDA

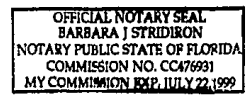
COUNTY OF DADE

Before me, the undersigned authority, personally appeared Manrique Iriarte and Humberto Amador, whose are to me well known to be the persons described in and who subscribed the same for the use and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Miami, in said County and State this 22nd of August, 1996.

Barbara J. Stridiron

Notary Public
State of Florida



My Commission Expires: _____

1 * 2730

1 067

RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 48.091, the following is submitted, in compliance with said Act:

That Sysman, Inc. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at Miami, Dade County, Florida, has named Rovalco Corporation located at 7351 NW 7th St. Suite L, Miami, FL 33126, as its agent to accept services of process within this State.

By: _____

Subscriber
Roberto Valls Jr.
Director

FILED
96 OCT -1 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

ROVALCO CORPORATION.

By: _____

Resident Agent
Roberto Valls Jr.
Director