

12/05/96

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12/02/96

FLORIDA DIVISION OF CORPORATIONS
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((H96000016831 5))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: WORLDWIDE INVESTMENTS CORPORATION

AUDIT NUMBER.....H96000016831

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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12/05/96

17:20

NO.056 002

14-022-3700

12/02/98 14:31 Fl. Dept. of State pl /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 2, 1996

FAS-T CORP. AGENTS

SUBJECT: WORLDWIDE INVESTMENTS CORPORATION
REF: W96000025145

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Neysa Culligan
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Prepared by
NORMA ROBERTS
1 N.E. 1st Street Suite 209
Miami, Florida 33132

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION

HLS WORLDWIDE EXPORTERS CORPORATION

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE ONE
NAME

The name of this Corporation is HLS WORLDWIDE EXPORTERS CORPORATION

ARTICLE TWO
GENERAL NATURE OF BUSINESS

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

ARTICLE THREE
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares of Common Stock having a nominal or par value of FIFTY (\$50.00) DOLLARS per share. All said shares shall be payable in cash, property, labor, or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be fixed by the Board of Directors.

ARTICLE FOUR
INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is not less than FIVE THOUSAND (\$5000.00) Dollars.

ARTICLE FIVE
TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE SIX
ADDRESS

The initial post office address of the principal office of this Corporation in the State of Florida is 10730 S.W. 44 Street, Miami, Florida 33165. The Board of Directors may from time to time move the principal office to any other address in Florida.
Prepared by: Norma Roberts 1 N.E. 1st St., Suite 209
(305) 374-7877 Miami, FL 33132 H96000016831

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ARTICLE SEVEN
DIRECTORS

This Corporation shall have not less than Two (2) Directors, however, the number of Directors may be increased or diminished from time to time, by By-laws adopted by the Stockholders, but shall never be less than two.

ARTICLE EIGHT
INITIAL DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
CARLOS JOSE HUECK	10730 S.W. 44 Street Miami, Florida 33165
ROSAMARIA HUECK	10730 S.W. 44 Street Miami, Florida 33165

ARTICLE NINE
INITIAL OFFICERS

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	CARLOS JOSE HUECK	10730 S.W. 44 Street Miami, FLORIDA 33165
Secretary and Treasurer	ROSAMARIA HUECK	10730 S. W. 44 Street Miami, FLORIDA 33165

ARTICLE TEN
SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
CARLOS JOSE HUECK	Same as above	51	\$2550.00
ROSAMARIA HUECK	Same as above	49	\$2450.00

ARTICLE ELEVEN
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by two thirds of the stock entitled to vote thereon, unless all the directors and all the stockholders

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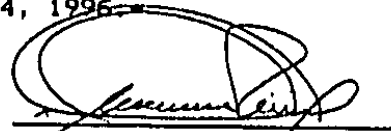
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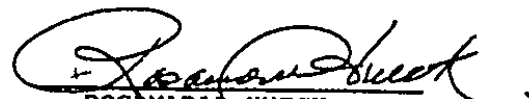
sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE TWELVE
REGISTERED OFFICE AND REGISTERED AGENT

HLS WORLDWIDE EXPORTERS CORPORATION, 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, hereby designates 10730 S.W. 44 Street, Miami, Florida 33165 as its Registered Office and CARLOS JOSE HUECK whose office address is identical to that of the Registered Office as its Registered Agent.

WITNESS the hands and seals of the Incorporators in Dade County, State of Florida, this November 04, 1996.



CARLOS JOSE HUECK


ROSAMARIA HUECK

State of Florida) SS
County of Dade)

PERSONALLY appeared before me, the undersigned authority, CARLOS JOSE HUECK and ROSAMARIA HUECK to me well known to be the subscribers to the foregoing Articles of Incorporation of HLS WORLDWIDE EXPORTERS CORPORATION who being by me first duly sworn, acknowledged that they signed the same of the purposed therein expressed.

WITNESS my hand and seal at Miami, Dade County, Florida, this 04 day of November 1996.-


NOTARY PUBLIC STATE OF FLORIDA AT LARGE

My commission expires:

LUIS ALBERTO GONZALEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC363065
MY COMMISSION EXP. MAY 26, 1998

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091 Florida Statutes, the following is submitted:

FIRST: That, HLS WORLDWIDE EXPORTERS CORPORATION, desiring to organize or qualify under the laws of the State of Florida, with

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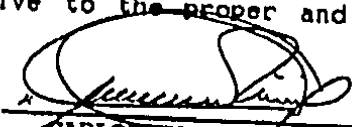
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its principal place business at the City of Miami, State of Florida, as its Agent to accept service of process within Florida.

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 I further agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


CARLOS JOSE HUECK
Registered Agent

DATE: November 04, 1996

FILED
96 DEC -6 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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