TRANSMITTAL LETTER

Description of the seed of the

SUBJECT: Chile - USA, Inc.				
(Proposed corporate name - must include suffix)				
Englaced to an external	l and ano (4) and	90002055889 -01/13/9701075019 ****131.25 ****131.25		
Enclosed is an original and one (1) copy of the articles of incorporation and a check for:				
\$70.00	\$78.75	\$122.50 V \$131.25		
Filing Fee	Filing Fee & Certificate	Filing Fee Filing Fee, & Certified Copy Certified Copy		
		Additional Copy Required ARE ARE		
Manage Circl				
Name (printed or typed)				
Name (printed or typed) 7951 S.W. 36 Terrace REG AN TO STATE SE STATE SE				
Address				
Miami, Fl. 33155				
City, State & Zip				
(305) 264-8859				
Daytime Telephone number				
	. /			
NOTE: Please	provide the o	original and one copy of the articles.		

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Chile-USA, Inc.

97 JAN 13 AH 10: 56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II C PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7951 S.W. 36 Terrace Miami, Fl. 33155

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time

1000 shares/par value \$1.00 per share

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Marcos Diaz 7951 S.W. 36 Terrace Miami, Fl. 33155

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Marcos Diaz 1951 S.W. 36 Terrace Miami, Fl. 33155

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

27th day of December, 19 96.

(An additional article must be added if an effective date is requested.)

Signature

Signature

Notarization is not required

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the con	poration is: Chile-USA Inc	
2. The name and addre	ess of the registered agent and office is:	97 JAN SECRETALIAHA
	Marcas Dia Z	AN 13 AM 10: 56 RETARY OF STATE AHASSEE FLORID
	795/ S.W. 36 Terrace (P.O. Box of Mail Drop Box NOT ACCEPTABLE)	TATE ORIDA
	Miami, Fl. 33155 (CITY/STATE/ZIP)	

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

ONAUNILIAN September 9, 1996

(DATE)