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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

PHONE: (305)599-0839

FAX #: (305)716-0346

NAME: INTERNATIONAL BUSINESS ACCESS, INC.

AUDIT NUMBER.....H97000003242

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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**CERTIFICATE OF INCORPORATION
OF
INTERNATIONAL BUSINESS ACCESS, INC.**

I, the undersigned, in order to form a corporation under a pursuant to the provisions of the Laws of the State of Florida for the purposes hereafter set forth, hereby subscribe to this Certificate of Incorporation.

**ARTICLE I
NAME OF THE CORPORATION**

The name of the proposed Corporation shall be:

INTERNATIONAL BUSINESS ACCESS, INC.

**ARTICLE II
NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be any activity permitted under the laws of the United States and the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 100 shares at no par value.

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which this cooperation will begin business is none.

Prepared by: Dorisa Gonzalez
9866 NW 43rd Terrace.
Miami, FL 33178
Phone: 305-639 3490

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TALLAHASSEE, FLORIDA

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ARTICLE V TERM OF EXISTENCE

This corporation is to exit perpetually.

ARTICLE VI PRINCIPAL PLACE OF BUSINESS

The initial street address in this state of the principal office of this corporation is 9866 NW 43rd Terrace, Miami, FL 33178. The Board of Directors may, from time to time move the principal office to any other address in Florida.

ARTICLE VII DIRECTORS

This corporation shall have initially THREE (3) directors. The number of directors may increase or diminished from time to time by laws adopted by the stockholders.

ARTICLE VIII INITIAL DIRECTORS

The name and street address of the members of the first Board OF Directors are:

President

Hernan Melendez

9624 SW 146 Pl.
Miami, FL 33186

Vice-President-Treasurer

Angela R. Melendez

9624 SW 146 Pl.
Miami, FL 33186

Secretary

Dorisa Gonzalez

9866 NW 43rd Terrace
Miami, FL 33178

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**ARTICLE IX
INCORPORATOR**

The name and street address of the person signing these Article of Incorporation as the INCORPORATOR is DORISA GONZALEZ, 9866 NW 43rd Terrace, Miami, FL 33178.

**ARTICLE X
REGISTERED AGENT**

The initial designation of the registered office of this corporation shall be 9866 NW 43rd Terrace. , Miami, FL 33178.

And the registered agent shall be

DORISA GONZALEZ

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: **ARTICLE XI
AMENDMENT**

This Corporation reserves the right to amend any provision of this Articles of Incorporation in the manner provided by law. Any rights conferred upon shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, The undersigned has executed, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this February 20, 1997.


INCORPORATOR
Dorisa Gonzalez

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02/25/97

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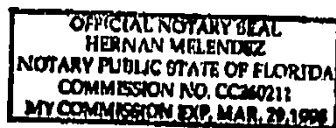
NO. 467 005

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(STATE OF FLORIDA)
(COUNTY OF JADE)

BEFORE ME, Notary Public, personally appeared **DORISA GONZALEZ** the INCORPORATOR herein, who, executed the foregoing Articles of incorporation and stated on oath that the contents thereof are true and correct, this 20th day of February, 1997.

my commission expires: _____



NOTARY PUBLIC

Sworn and subscribed before me this
20th day of February, 1997
by: _____

Signature of Notary Public _____

Notary's Name, Printed, Stamped or Typed
Personally Known: X or Produced ID _____
Type of ID produced: _____

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**CERTIFICATE OF DESIGNATION
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 designation the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **INTERNATIONAL BUSINESS ACCESS, INC.**
2. The name and address of the registered agent and office is:

Dorisa Gonzalez, 9866 NW 43rd Terrace, Miami, FL 33178

Signature: 

Title: President

Date: February 20, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: 

Date: February 20, 1997

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