

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224 8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 97 FEB 28 PM 2:01
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

297-473

AL FEB 28 1997

REQUEST TAKEN CONFIRMED APPROVED
 DATE 2/27/97
 TIME 2:15
 BY DR

WALK-IN
 Will Pick Up _____

RE: Luso-Iberica, Inc.

	C.C. FEE.	DISBURSE
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Neg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS _____

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 10% per Annum.

THANK YOU
 from
 Your Capital Connec



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 27, 1997

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: LUSO-IBERICA, INC.
Ref. Number: W97000004737

English Translation - is Portuguese, Spanish Inc.

We have received your document for LUSO-IBERICA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide an English translation for the entity's name in your cover letter.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 697A00010435

Corrected

ARTICLES OF INCORPORATION

of

LUSO-IBERICA, INC.

PORTUGUESE-SPANISH, INC. (name of corporation)

FILED

97 FEB 28 PM 2:01

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

LUSO-IBERICA, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	<u>125 GIRALDA AVENUE</u>		
<u>CORAL GABLES</u>	<u>FLORIDA</u>	<u>33134</u>	
CITY	FLORIDA	ZIP	

Mailing address, if different

STREET ADDRESS			
CITY	FLORIDA	ZIP	

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	<u>JOAO SOUSA</u>		
ADDRESS	<u>125 GIRALDA AVENUE</u>		
CITY	<u>CORAL GABLES</u>	FLORIDA	ZIP <u>33134</u>

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:


NAME	JOAO SOUSA		
ADDRESS	6620 SW 50 TERRACE		
CITY	S. MIAMI	STATE	FLORIDA ZIP 33155
NAME	ALEJANDRO GUTIERREZ		
ADDRESS	11104 SW 158 TERRACE		
CITY	MIAMI	STATE	FLORIDA ZIP 33157
NAME			
ADDRESS			
CITY		STATE	ZIP


ARTICLE VIII - INCORPORATORS


The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JAO SOUSA		
ADDRESS	6620 SW 50 TERRACE		
CITY	S. MIAMI	STATE	FLORIDA ZIP 33155
NAME	ALEJANDRO GUTIERREZ		
ADDRESS	11104 SW 158 TERRACE		
CITY	MIAMI	STATE	FLORIDA ZIP 33157
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 26
day of FEBRUARY, 1997.

 (Signature)

 (Signature)

 (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

FILED

97 FEB 28 PM 2: 01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LUSO-IBERICA, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 125 GIRALOM AVENUE
CORAL GABLES, FLORIDA 33134
has named JOAO SOUSA

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.


(Signature)

2-26-1997
(Date)