34 SE Miami City/State/Z	Phone #	Office Use Only
1. CARIOS Alfaya Computer Corp. (Corporation Name) (Document #)		
(Corporation Name) (Document #) 3. (Corporation Name) (Document #) 4. (Corporation Name) (Document #)		
Walk in Pick up time Certified Copy Mail out Will wait Photocopy Certificate of Status		
Profit NonProfit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/ Director Change of Registered Agent Dissolution/Withdrawal Merger	3000021380339 -04/09/9701092001
OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	
		Examiner's Initials

97 APR -9 PM 3: 01
SECRETARY OF STATE ALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

CARLOS ALFAYA COMPUTER CORP.

ARTICLE I - NAME.

THE NAME OF THIS CORPORATION IS CARLOS ALFAYA COMPUTER CORP. WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:

34 SE 2 nd AVE. SUITE 610. MIAMI. FLORIDA 33131.

ARTICLE II - PURPOSE.

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III - CAPITAL STOCK.

THIS CORPORATION IS AUTHORIZED TO ISSUE 500 SHARES OF 1.00 (ONE) DOLLAR PAR VALUE COMMON STOCK.

ARTICLE IV - PREEMPTIVE RIGHTS.

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OR ANY NEW COMMON STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE THEIR PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WICH IT IS OFFERED TO OTHERS.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT.

THE PRESENT STREET ADDRESS OF THE OFFICE OF THIS CORPORATION IS : 34 SE 2 nd AVE. SUITE 610. MIAMI. FLORIDA 33131.

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS: CARLOS ALFAYA, HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF CARLOS ALFAYA COMPUTER CORP. TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, WHO HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY

WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS 19 DAY OF FEBRUARY, 1997.

CARLOS ALFAYA

ARTICLE VI - INITIAL BOARD OF DIRECTORS.

THIS CORPORATION SHALL HAVE THREE 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 INITIALS DIRECTORS OF THIS CORPORATIONS ARE:

CARLOS ALFAYA.

34 SE 2 nd AVE . SUITE 610 . MIAMI . FL 33131.

President.

HORACIO CAMPERI .

34 SE 2 nd AVE . SUITE 610 . MIAMI . FL 33131.

Vice - President.

JOSE E. LANDA.

34 SE 2 nd AVE . SUITE 610 . MIAMI . FL 33131.

Secretary.

ARTICLE VII - INCORPORATOR.

THE NAME AND ADDRESS OF THE PERSON SIGNING THIS ARTICLE IS:

HORACIO CAMPERI.

34 SE 2 nd AVE SUITE 610 MIAMI, FL 33131.

ARTICLE VIII - INDEMNIFICATION.

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICERS OR DIRECTORS TO THE FULL EXTENT PERMITED BY LAW.

ARTICLE IX - MANAGEMENT OF CORPORATIONS BY SHAREHOLDERS.

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTOR OF, SHAREHOLDERS OF THIS CORPORATION.

ARTICLE X - BY LAWS.

THE POWER TO ADOPT , ALTER , AMEND OR REPEAL BY - LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDER. IN WITNESS WHEREOF , THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 19 DAY OF FEBRUARY 1997.-

HORACIO CAMPERI

INCORPORATOR.

STATE OF FLORIDA

) SS

COUNTY OF DADE .

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED TO ADMINISTER OATHS AND TAKE ACKNOWLEDGEMENTS, PERSONALLY APPEARED HORACIO CAMPERI TO ME WELL KNOWN TO BE THE PERSONS DESCRIBED AS SUBSCRIBER IN AND WHO EXECUTED THE FOREGOING ARTCLES OF INCORPORATION, AND ACKNOWLEDGE BEFORE ME THAT THEY SUBSCRIBED TO THOSE ARTICLES OF INCORPORATION.

WITTNESS MY HAND AND SEAL IN THE COUNTY AND STATE NAMED ABOBE, THIS 19 DAY OF FEBRUARY , 1997.

NOTARY PUBLIC

OFFICIAL NOTARY SEAL MARCIA GONZALEZ NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC392387 MY COMMISSION EXP. AUC. 1,3983