



EC BUSINESS NETWORK

7520 REPUBLIC DRIVE, ORLANDO, FLORIDA 32819

OFFICE: (407) 363-0167 FAX: (407) 363-1155



Orlando, April 7th, 1997

97000032844

Florida Department of State
Division of Corp.
POBox 6327
Tallahassee, Florida, 32314

400002139774--6
-04/10/97--01103--0102
*****78.75 *****78.75

Dear Sir,

Please find enclosed a check for \$ 78.75 for the filing and
Certificate of Status of: **SOUTH STAR DEVELOPMENT, INC.**

All correspondence should be sent to:

7520 Republic Drive Suite 104
Orlando, Florida, 32819

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 APR 10 AM 9:35

Also, find enclosed a self return UPS envelope , to be
returned as soon as possible, as we need this papers back for a real estate
closing.

Thank you for your cooperation,

Enio Carvalho
Enio Carvalho,
EC Business Network

D. BROWN APR 11 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 10 AM 9:35

ARTICLES OF INCORPORATION

OF

SOUTH STAR DEVELOPMENT, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be: SOUTH STAR DEVELOPMENT, INC.

ARTICLE II - PRINCIPAL OFFICE

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

7520 Republic Drive Suite 104
Orlando, Florida, 32819

ARTICLE III - CAPITAL STOCK

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

100 Shares.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Enio Carvalho
573 Whittingham Place
Lake Mary, Florida, 32746

ARTICLE V - INCORPORATORS

The name and street address of the incorporators of these Articles of Incorporation are:

Philip Kuo, President
7520 Republic Drive Suite 104
Orlando, Florida, 32819

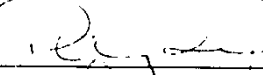
Moacir H. Menezes, T.S.
7520 Republic Drive Suite 104
Orlando, Florida, 32819

ARTICLE VI - PURPOSE AND DURATION

1- Real Estate Investments and Development , Import/Export business, General Agents, Consulting and Rep. Agents, and/or any legal activities allowed by the State of Florida.

2- The duration shall be perpetual.

The undersigned incorporators have executed these Articles of Incorporation this 07th day of April of 1997.


Philip Kuo, President

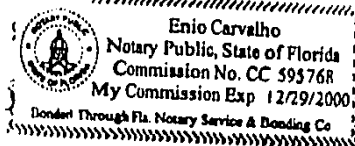

Moacir H. Menezes, T.S.

STATE OF FLORIDA)
COUNTY OF ORANGE)

State of Florida
County of Orange
On this 7 day of April 1997
before me personally appeared

Philip Kuo and Moacir H. Menezes
to me known to be the person who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

SEAL (signed) Enio Carvalho
Notary Public



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 10 AM 9:35

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/ REGISTERED OFFICE

Pursant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned 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 Corporation is: SOUTH STAR DEVELOPMENT, INC.

2- The name and address of the registered agent and office is:

Enio Carvalho
573 Whittingham Place
Lake Mary, Florida, 32746

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE 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.

Enio Carvalho
Enio Carvalho

Date: April 7th, 1997