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BY APPOINTMENT ONLY

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BY APPOINTMENT ONLY

PLEASE REPLY TO
FT. LAUDERDALE OFFICE

May 27, 1997

VIA FEDERAL EXPRESS

Secretary of State
State of Florida
Divisions of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

600002193426--4
-05/28/97--01065--004
***122.50 ***122.50

Re: Incorporation of Skyline Business, Inc.

EFFECTIVE DATE

5-27-97

Dear Sir or Madam:

Enclosed herewith please find two (2) original Articles of Incorporation for each corporation, along with our checks for filing same in the amount \$ 122.50. Please return one of the originals in enclosed self-addressed envelope.

Thank you for your attention to this matter.

Yours truly,

Marcella Quider

Marcella Quider
Legal Assistant
For the Firm

CJR.97/mq

MAY 30

BSB

FILED
97 MAY 28 AM 10:33
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SKYLINE BUSINESS, INC.

FILED

97 MAY 28 AM 10:33

STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, and other laws of the State of Florida hereby adopts the following Articles of Incorporation for such Corporation:

EFFECTIVE DATE

5-27-97

ARTICLE I

NAME

The name of the Corporation is SKYLINE BUSINESS, INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence, effective May 27, 1997.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which this Corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares the Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 200 S.E. 9th Street, Fort Lauderdale, Florida 33316 and the name of the initial Registered Agent of the Corporation at that address is Carlos J. Reyes, Esq. of Montero, Finizio, Velasquez & Weissing, P.A.

ARTICLE VI

INITIAL CORPORATE OFFICE

The street address of the initial corporate office is 801 Cypress Boulevard, Suite 103, Pompano Beach, Florida 33160.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is:

NAME

ADDRESS

Rafael A. Arape M.

801 Cypress Boulevard
Suite 103
Pompano Beach, Fl 33160

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Carlos J. Reyes, Esq.
200 S.E. 9th Street
Fort Lauderdale, Florida 33316

ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation can be made.


IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation this 27th day of May, 1997.


CARLOS J. REYES, Esq.
Incorporator

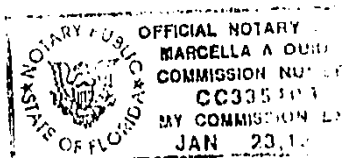
STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, authorized to take
acknowledgments in the State and County set forth above, personally
appeared CARLOS J. REYES, Esq., known to be and known by me to be
the person who executed the foregoing Articles of Incorporation,
and he acknowledged before me that he executed these Articles of
Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal in the State and County aforesaid, this 27th day
of May, 1997.


Name: MARCELLA A. QUIDER
Commission No.: CC 335483
Notary Public
State of Florida at Large

My commission Expires:



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of SKYLINE BUSINESS INC., as made in the foregoing Articles of Incorporation. I hereby am familiar with and accept the duties and responsibilities of Resident Registered Agent for said corporation.

Date: 5/27/97

By: 
CARLOS J. REYES
Registered Agent

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

Pursuant to Section 48.091, Florida Statutes, the following is submitted in compliance therewith:

That SKYLINE BUSINESS INC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation, in the County of Broward, State of Florida, has named Carlos J. Reyes, of 200 S.E. 9th Street, Fort Lauderdale, Florida 33316, as agent to receive service of process within this State.

ACKNOWLEDGMENT:

Having been named to receive Service of Process for the above-named Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and to agree to comply with the provision of said Act relative to keeping open said offices


CARLOS J. REYES

CJR\ALLFORMS\CORP\ARTINC

FILED
MAY 28 AM 10:33
ALLIANCE FLORIDA