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6/19/97

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

FAX #: (305)716-0346

PHONE: (305)599-0839

NAME: ACS INTERNATIONAL CO.

AUDIT NUMBER.....H97000010106

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

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

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97 JUN 19 AM 9 28
TALLAHASSEE, FLORIDA

9N 6-20-97

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ARTICLES OF INCORPORATION
OF
A C S INTERNATIONAL CO.

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

FILED
97 JUN 19 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: A C S INTERNATIONAL CO.

The principal place of business of this corporation shall be:

15476 N.W. 77th Ct., Suite 353 Miami Lakes, Florida 33016

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 300 Shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Juan Carlos Perez-Franco 15476 N.W. 77th Ct., Suite 353
Miami Lakes, Fl 33016

Felipe Gorrin 15476 N.W. 77th Ct., Suite 353
Miami Lakes, Fl 33016

Manuel Estrada 15476 N.W. 77th Ct., Suite 353
Miami Lakes, Fl 33016

Prepared by: Felipe Gorrin
15476 N.W. 77th Ct., Suite 353
Miami Lakes, Fl 33016
(305) 362-7570

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ARTICLE VI INCORPORATOR(S)

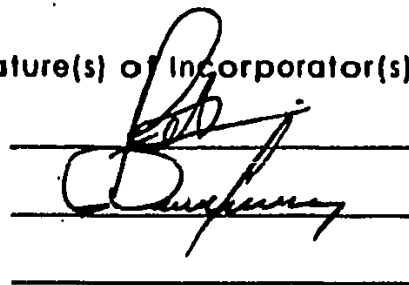
The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Juan Carlos Perez-Franco 15476 N.W. 77th Ct., Suite 353
Miami Lakes, Fl 33016

Felipe Gorrin 15476 N.W. 77th Ct., Suite 353
Miami Lakes, Fl 33016

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 19th day of June, 1997.

Signature(s) of Incorporator(s)



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized 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:

A C S INTERNATIONAL CO.

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

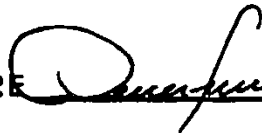
Felipe Gorrin 15476 N.W. 77th Ct., Suite 353

(P.O. BOX NOT ACCEPTABLE)

Miami Lakes, FL 33016

(CITY/STATE/ZIP)

SIGNATURE

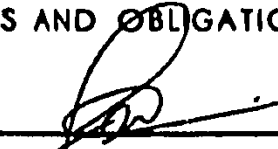


TITLE DIRECTOR

DATE 6-19-97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE



DATE

6-19-97

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97 JUN 19 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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