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June 23, 1997

VIA UPS

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

FILED
97 JUL -1 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: America Liberty Exports Corporation

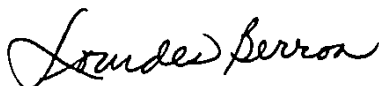
900002221649--4
-06/24/97--01076--006
*****70.00 *****70.00

Dear Madam/Sir:

Enclosed are the Articles of Incorporation for the above referenced company as well as our check # 4333 in the amount of \$70.00 to cover filing fees. Kindly process as soon as possible.

Thank you.

Cordially,



Lourdes Berroa

Enclosures

PN 7-1-97

**ARTICLES OF INCORPORATION
OF
AMERICA LIBERTY EXPORTS CORPORATION**

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ARTICLE I - Name

America Liberty Exports Corporation.

The name of the corporation is [^] (hereinafter referred to as the "Corporation").

ARTICLE II - Purpose

The Corporation is organized for the purposes of engaging in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE III - Capital Stock

The par value thereof and the characteristics of such stock shall be as follows:

- (a) Number of shares authorized is 1,000.
- (b) Par value per share is .01.
- (c) Class of stock is common.

ARTICLE IV - Initial Registered Office and Agent

The Corporation's principal and mailing address in the State of Florida, County of Dade, is 701 Brickell Avenue, Suite 1800, Miami, Florida 33131. The Corporation's Registered Agent is National Registered Agents, Inc. and its address is 701 Brickell Avenue, Suite 1800, Miami, Florida 33131.

ARTICLE V - Board of Directors

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting in the initial Board of Directors is one, and the name and address of such member of the Board of Directors, who is to serve as the corporation's director until her successors are duly elected and qualified, is Thierry de Beaurepaire. His address is Suite 1800, 701 Brickell Avenue, Miami, Florida 33131.

ARTICLE VI - Incorporators

The name of the incorporator is Thierry de Beaurepaire, and the address of the incorporator is c/o 701 Brickell Avenue, Suite 1800, Miami, Florida 33131.

ARTICLE VIII - Indemnification

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent permitted by Florida law in existence now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the incorporator named above, for the purposes of forming a corporation, pursuant to the Florida General Corporation Act with the State of Florida, has signed these Articles of Incorporation this 20 day of June, 1997.



Thierry de Beaurepaire
Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named the registered agent of America Liberty Exports Corporation, hereby accepts the obligations and accepts the obligation as provided in the Florida General Corporation Act.

Dated this 20 day of June, 1997.

NATIONAL REGISTERED AGENTS, INC.

By: 

James D. Whisenand

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