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COVER SHEET

NAME OF INCORPORATION: Atalaya, Inc.

AMOUNT ENCLOSED : \$ 70.00 for the articles of Incorporation  
\$ 8.75 for a certificate of status

INCORPORATOR'S NAME: Isabel Maria de Souza

Please, send the certificate of Status to

Domingo Alonso  
250 Valencia Avenue  
Coral Gables, FL 33134  
Phone: (305) 448-3898

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DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION  
OF  
ATALAYA INC.**

**ARTICLE I - CORPORATE NAME**

The name of this Corporation shall be: Atalaya Inc.

**ARTICLE II - PRINCIPAL OFFICE**

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

3118 N Federal Hwy  
Pompano Beach, FL 33064

**ARTICLE III- NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND ( 1000) shares of common stock having ONE DOLLAR ( \$1.00) PAR VALUE

**ARTICLE V - INITIAL REGISTERED AGENT**

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Isabel Maria de Souza  
660 Cypress Club Way Apt D  
Pompano Beach, FL 33064

**ARTICLE VI - BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by by-laws adopted by the stockholder's. However, the Corporation shall have no less than (1) director at any time.

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ARTICLES OF INCORPORATION  
PAGE TWO

ARTICLE VII - INITIAL DIRECTORS

The name and post office address of each member of the initial Board of Directors is:

President

Isabel Maria de Souza  
660 Cypress Club Way Apt D  
Pompano Beach, FL 33064

Vice President

Kegla de Souza  
660 Cypress Club Way Apt D  
Pompano Beach, FL 33064

ARTICLE VIII - PREEMPTIVE RIGHTS

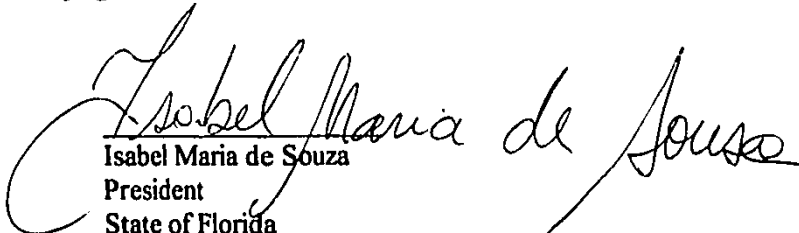
Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, service, in payment of corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

ARTICLE IX - INCORPORATOR(S)

The name and post office address of each incorporator executing these Articles of Incorporation is as follows:

Isabel Maria de Souza  
660 Cypress Club Way Apt D  
Pompano Beach, FL 33064

THE UNDERSIGNED INCORPORATOR (S), for the purpose of forming a Corporation to do business in the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

  
Isabel Maria de Souza  
President  
State of Florida

ARTICLES OF INCORPORATION  
PAGE THREE

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgements personally appeared,

*Isabel M de Soun*  
to me known to be the person (s) described as the incorporator(s) in the foregoing Articles of Incorporation, and he (she) acknowledged to me that *she* executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, County and State above written this *27*  
day of *June*, 19*97*

*Pilar P. Alonso*

NOTARY PUBLIC, State of Florida

My commission expires:



PILAR P ALONSO  
My Commission OC343368  
Expires Jan. 20, 1998

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of laws applicable to said designation.

*Isabel Maria de Soun*

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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