

P 970000 63489

LAW OFFICES OF
CARLOS M. LASTRA, P.A.
ATTORNEY AND COUNSELOR AT LAW
2828 Coral Way, Suite 306
Miami, Florida 33145

CARLOS M. LASTRA

Of Counsel
RICHARD H. FERRO

TELEPHONE: (305) 567-1717
FACSIMILE: (305) 567-1491

FILED
97 JUL 21 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
July

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

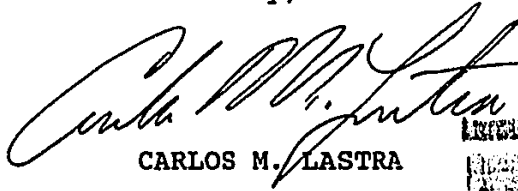
Re: LATIN BUSINESS SYSTEMS, INC..

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Please return a certified copy of the enclosed articles of incorporation to the address shown above. In addition, to facilitate matters I have enclosed a self-addressed stamped envelope.

Thank you for your assistance in this matter.

Sincerely,


CARLOS M. LASTRA

700002242897--6
-07/21/97-01094--006
****122.50 ****122.50

CML/em
Enc.

-Chk. #

F. O. G. 100-111 JUL 23 1997

ARTICLES OF INCORPORATION
OF
LATIN BUSINESS SYSTEMS, INC.

FILED
97 JUL 21 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is LATIN BUSINESS SYSTEMS, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation is 4519 S.W. 75th Avenue, Miami, Florida 33155.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is Carlos M. Lastra, Esquire, 2828 Coral Way, Suite 306, Miami, Florida 33145.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation is Luis De Villiers, 4519 S.W. 75th Avenue, Miami, Florida 33155.

ARTICLE VI. BY-LAW AMENDMENT.

The power to adopt, alter, amend or repeal the bylaws of this Corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of the State of Florida.


The undersigned has executed these articles of incorporation on July 16, 1997.


Luis De Villiers
Incorporator/Director

STATE OF FLORIDA)
 SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this 16 of July, 1997, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments, Luis De Villiers, who is personally known to me, or who has produced Florida Drivers' Licenses No. _____, who executed the foregoing Articles of Incorporation and who acknowledged that it was signed and executed for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, this 16 of July, 1997.


NOTARY PUBLIC, State of Florida



CARLOS M. LASTRA
My Commission CC341074
Expires Jan. 10, 1998
Bonded by HAI
800-422-1555

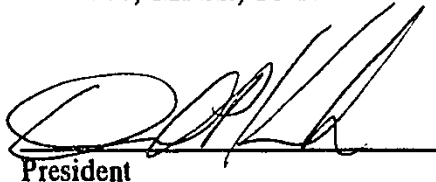
My Commission Expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICIAL

Pursuant to the provisions of F.S. 607.0501, 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 is LATIN BUSINESS SYSTEMS, INC.
2. The name of the registered agent is Carlos M. Lastra, Esquire.
3. The address of the registered agent/registered office is 2828 Coral Way,
Suite 306, Miami, Florida 33145.

Signature:


President

Date: July 16, 1997

FILED
97 JUL 21 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Acceptance:

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


By: CARLOS M. LASTRA, ESQ.

Date: July 16, 1997