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TO: DIVISION OF CORPORATIONS

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FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: BASIC INTERNATIONAL INC.

AUDIT NUMBER.....H97000011890

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

CERT. OF STATUS..1

PAGES..... 3

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 22, 1997

FAS-T CORP. AGENTS, INC.

SUBJECT: BASIC INTERNATIONAL INC.
REF: W97000016878

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The name conflict is "BASICS INTERNATIONAL INC."

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Becky McKnight
Document Specialist

FAX Aud. #: H97000011890
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ARTICLES OF INCORPORATION
OF

BASIC GROUP INC.

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.

ARTICLE I NAME

The name of the corporation shall be: BASIC GROUP INC.

The principal place of business of this corporation shall be:
168 S.E. 1st Street Suite 1102 Miami, FL 33131

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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:
1,000 Shares \$ 1.00 per 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):

Marcello J. Bottino 3100 Collins Ave. #1204 Miami Beach, FL 33140

Paulo C. Manna 1247 West Ave. #3 Miami, FL 33139

Prepared by: Marcello J. Bottino
3100 Collins Ave. #1204
Miami Beach, FL 33140
(305) 374-4070

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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):

Marcello J. Bottino and Paulo C. Manna 168 S.E. 1st Street, Ste 1102
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 22nd day of July, 1997.

Signature(s) of Incorporator(s)

Paulo C. Manna

Marcello J. Bottino

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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:

BASIC GROUP INC.

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

Paulo C. Manna

(P.O. BOX NOT ACCEPTABLE)

168 S.E. 1st Street, Suite 1102 Miami, FL 33131

(CITY/STATE/ZIP)

SIGNATURE Paulo C. Manna

TITLE Director

DATE 7/22/97

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 Paulo C. Manna

DATE 07/22/97

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