00065004



ACCOUNT NO. : 07210000032

REFERENCE: 476404 7120267

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: July 28, 1997

ORDER TIME : 11:19 AM

ORDER NO. : 476404-005

CUSTOMER NO: 7120267

CUSTOMER: Mr. Arnold R. Barbara

CREDIT FIX CREDIT REPAIR

SPECIALISTS Suite 204

8500 Southwest 8th Street

Miami, FL 33144

DOMESTIC FILING

NAME: SIRMA LATIN AMERICAN, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

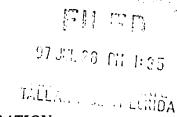
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

800002248858--1 -07/28/97--01054--025 *****70.00 *****70.00



ARTICLES OF INCORPORATION of SIRMA LATIN AMERICAN, INC.

The undersigned person, acting as incorporator of a corporation organized under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I CORPORATE NAME

The name of this corporation is: SIRMA LATIN AMERICAN, INC.

ARTICLE II SHARES

The total number of shares which the corporation shall have authority to issue is 1000, shares of par value With a par value of \$ 1.00 per share.

ARTICLE III REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such addresses is:

HUMBERTO CERDAS A. 7365 NW 54 ST. DADE COUNTY MIAMI, FL. 33166

THE PRINCIPAL ADDRESS IS THE SAME.

ARTICLE IV PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE V DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are: HUMBERTO CERDAS A.
7365 NW 54 ST.
DADE COUNTY
MIAMI, FL. 33166

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (I) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

HUMBERTO CERDAS A., theorporator

7365 NW 54-ST. Miami, Fl. 33166

ACCEPTANCE OF REGISTER AGENT

The undersigned hereby accepts appointment as initial register agent of the above Corporation.

HUMPINTO CERDAS A. 3