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7/29/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
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NAME: CIPRET INTERNATIONAL, CORPORATED

AUDIT NUMBER.....H97000012345

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

CERT. OF STATUS..1

PAGES..... 3

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TALLAHASSEE, FLORIDA

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**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

July 30, 1997

FAS-T CORP. AGENTS, INC.

SUBJECT: CIPRET INTERNATIONAL, CORPORATION  
REF: W97000017473

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.

You failed to make the correction(s) requested in our previous letter.

Only one registered agent is required. Please correct your document.

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Becky McKnight  
Document Specialist

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SECTION  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
CIPRET INTERNATIONAL, CORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of incorporation.

ARTICLE I: NAME

The name of the corporation shall be:  
CIPRET INTERNATIONAL, CORPORATION

The principal place of business of this corporation shall be:  
1919 LIBERTY AVENUE. MIAMI BEACH, FL 33139.

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:  
ONE HUNDRED SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: MJ TAXES & ACCOUNTING  
420 Lincoln Road, Suite 387  
Miami Beach, FL 33139  
(305) 531-4542

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ARTICLE V: OFFICERS DIRECTORS

The names and street addresses of the initial officers and director, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

LUIS MONTANEZ  
1056 EUCLID AVENUE # 1  
MIAMI BEACH, FL 33139

SERGIO ROBERTO GALLINI  
105 NORTH SHORE DRIVE # 9  
MIAMI BEACH, FL 33141

ROBERTO JORGE DE UGARRIZA  
1919 LIBERTY AVENUE  
MIAMI BEACH, FL 33139

ARTICLE VI: INCORPORATORS

The names and street addresses of the incorporators to this articles of incorporation are:

LUIS MONTANEZ  
1056 EUCLID AVENUE # 1  
MIAMI BEACH, FL 33139

SERGIO ROBERTO GALLINI  
105 NORTH SHORE DRIVE # 9  
MIAMI BEACH, FL 33141

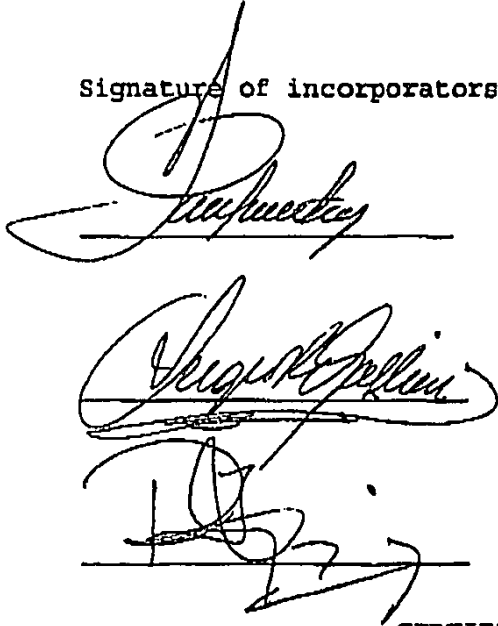
ROBERTO JORGE DE UGARRIZA  
1919 LIBERTY AVENUE  
MIAMI BEACH, FL 33139

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28 day of July, 1997.

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Signature of incorporators

Three handwritten signatures are shown, each on a horizontal line. The first signature is a cursive 'J' followed by 'uanh...' and 'uey'. The second signature is 'Augusto Pellini'. The third signature is 'H. B. J.'.

**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 is:  
CIPRET INTERNATIONAL, CORPORATION
2. The name and address of the registered agent and office is:  
LUIS MONTANEZ  
1056 EUCLID AVENUE # 1  
MIAMI BEACH, FL 33139

SIGNATURE

TITLE: PRESIDENT

DATE: 7/28/97

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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 

DATE: 7/28/97

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FALLAHASSEE, FLORIDA

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