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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: SAILTECH, CORP.

AUDIT NUMBER.....H97000012818

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

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P. 071001002335  
AUG 6 1997

ARTICLES OF INCORPORATION  
of

SAILTECH, CORP.

WE, THE UNDERSIGNED, PABLO R. MONTES, JOSE L. ATENCIO,  
AND LAURA F. BLANCO hereby associate ourselves for the  
purpose of becoming a corporation under the Laws of the  
State of Florida, by and under the provisions of the  
Statutes of the State of Florida.

ARTICLE I

The name of this corporation shall be:

SAILTECH, CORP.

ARTICLE II

The general nature of the business and the objects and  
purposes proposed to be transacted and carried on are to do  
any and all of the things mentioned, as fully and to the same  
extent as natural persons might or could do, viz:

- a. To engage in any legal business.
- b. In the purchase or acquisition of business rights of  
franchises, or for additional working capital, or for any  
other object in or about its business or affairs, and without  
limit as to amount, to incur debt, and to raise, borrow, and  
secure the payment of money in any lawful manner, including  
issue and sale of other disposition of bonds, warrants,  
debentures, obligations, negotiable and transferable  
instruments and evidence of all kinds, whether secured by  
mortgage, pledge, deed or trust otherwise.
- c. Generally to perform and make contracts of any kind  
and description and for the purpose of attaining any of the  
objects of the corporation, to do and perform any other acts  
or things, and to exercise any and all powers which a co-  
partnership or natural person could do and exercise, and  
which now are, or hereafter may be authorized by law and  
generally to do and perform any and all things necessary or  
incident to the performing and carrying out of the power  
hereinabove specifically delegated or implied.

Prepared by:  
JOSE ROJAS  
8615 SW 137th Ave  
Miami, FL 33183  
(305) 386-2042

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**ARTICLE III**

**CAPITAL STOCK**

The authorized capital stock of this corporation shall be divided into 100 shares of common stock of NONE PAR VALUE.

All said stocks shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose. None of the stockholders herein, or anyone who may become stockholders of this corporation, shall have or shall ever have pre-emptive rights in and to any authorized or un-issued stocks of this corporation until such time as an Amendment to the By-Laws may be passed. This provision is made pursuant to Florida Statute 608.42.

**ARTICLE IV**

**CAPITAL TO BEGIN BUSINESS**

The amount of capital with which this corporation shall commence business shall be a minimum of ONE HUNDRED DOLLARS.

**ARTICLE V**

**CORPORATE EXISTING**

This corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE VI**

**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of said Corporation shall be: 404 N.W 107TH AVE SUITE # 5, MIAMI, FLORIDA 33172 and with the privilege of having branch offices at other places within or without the State of Florida.

**ARTICLE VII**

The Resident Agent designated to accept service of process for the corporation shall be: JOSE L. ATENCIO

**ARTICLE VIII**

The number of Directors of this corporation shall be not less than ONE (1) nor more than FIVE (5).

**ARTICLE IX****DIRECTORS**

The names and addresses of the first Board of Directors of this corporation who shall hold office for the first year or until their successors are chosen, shall be:

NAME	ADDRESS
PABLO R. MONTES	404 N.W 107TH AVE. # 5 MIAMI, FLORIDA 33172
JOSE L. ATENCIO	404 N.W 107TH AVE. # 5 MIAMI, FLORIDA 33172
LAURA F. BLANCO	404 N.W 107TH AVE. # 5 MIAMI, FLORIDA 33172

**ARTICLE X**

The name and address of the Officers of this corporation who shall hold office for the first year or until their successors are chosen shall be:

NAME	TITLE	ADDRESS
PABLO R. MONTES	PRESIDENT	404 N.W 107TH AVE. # 5 MIAMI, FLORIDA 33172
JOSE L. ATENCIO	VICE-PRESI	404 N.W 107TH AVE. # 5 MIAMI, FLORIDA 33172
LAURA F. BLANCO	TREASURER	404 N.W 107TH AVE. # 5 MIAMI, FLORIDA 33172
NELLY O. ATENCIO	SECRETARY	404 N.W 107TH AVE. # 5 MIAMI, FLORIDA 33172

**ARTICLE XI**

The names and post office addresses of the subscribers and the number of shares each agree to take are:

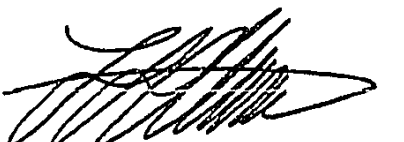
NAME	ADDRESS	NUMBER OF SHARES
PABLO R. MONTES	404 N.W 107TH AVE. # 5 MIAMI, FLORIDA 33172	30
LAURA F. BLANCO	404 N.W 107TH AVE. # 5 MIAMI, FLORIDA 33172	30
JOSE L. ATENCIO	404 N.W 107TH AVE. # 5 MIAMI, FLORIDA 33172	40

**ARTICLE XII**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Section 48.091, Florida Statutes, the following is submitted:


First, that **SAILTECH, CORP.** desiring to organize or qualify under the law of the State of Florida, with its principal place of business at City of Miami, State of Florida, has named **JOSE L. ATENCIO** of 404 N.W 107TH AVE. # 5, MIAMI, FLORIDA 33172 as its agent to accept service of process within Florida.

  
**JOSE L. ATENCIO**  
CORPORATE OFFICER

**DATE: AUGUST 4, 1997**

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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.



JOSE L. ATENCIO

DATE: AUGUST, 04 1997

**ARTICLE XIII**

**ACKNOWLEDGEMENT**

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this 04 day of August, 1997 Personally appeared before me, the undersigned Notary Public in and for the State of Florida, PABLO R. MONTES, LAURA F. BLANCO, AND JOSE L. ATENCIO parties to the foregoing Certificate of Incorporation, and each acknowledged that they subscribe and acknowledges the foregoing Certificate as and for their voluntary act and deed, and that the facts herein set forth are true and correct as given under my hand and official seal, the day and year written at Coral Gables, Dade County, Florida.



Notary Public  
State of Florida at Large

My commission expires:



MARTHA I. VALVERDE  
COMMISSION # CO 478263  
EXPIRES JUN 25, 1999  
BONDED THRU  
ATLANTIC BONDING CO.

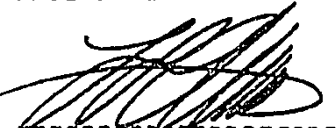
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Suscribers:



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PABLO R. MONTES  
PRESIDENT



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JOSE L. ATENCIO  
VICE-PRESIDENT



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LAURA F. BLANCO  
TREASURER

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