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8/25/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

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NAME: EL CONDOR INTERNATIONAL CORPORATION

AUDIT NUMBER.....H97000014013

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

August 26, 1997

FAS-T CORP. AGENTS, INC.

SUBJECT: EL CONDOR INTERNATIONAL CORPORATION
REF: W97000019768

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.

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Naysa Culligan
Document Specialist

FAX Aud. #: H97000014013
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ARTICLES OF INCORPORATION
OF
EL CONDOR 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:
EL CONDOR INTERNATIONAL, CORPORATION

The principal place of business of this corporation shall be:
6687 COLLINS AVENUE
MIAMI BEACH, FL 33141

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.

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:

APOLONIO JORGE CASTILLO
7601 NORTH BAY VILLAGE # 1222
NORTH BAY VILLAGE, FL 33141

FAOUZI CHEBANI
7710 ABBOT, Suite 3
MIAMI BEACH, FL 33141

ARTICLE VI: INCORPORATORS

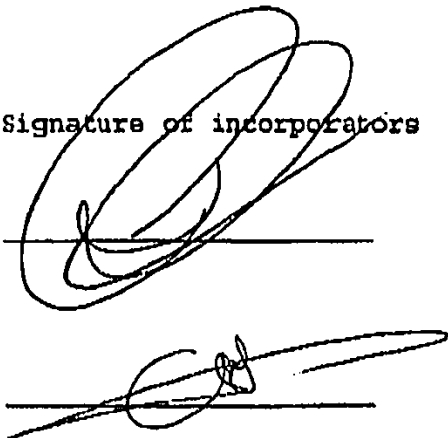
The names and street addresses of the incorporators to this articles of incorporation are:

APOLONIO JORGE CASTILLO
7601 NORTH BAY VILLAGE # 1222
NORTH BAY VILLAGE, FL 33141

FAOUZI CHEBANI
7710 ABBOT, Suite 3
MIAMI BEACH, FL 33141

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22 days of August, 1997.

Signature of incorporators



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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 is:
EL CONDOR INTERNATIONAL, CORPORATION
2. The name and address of the registered agent and office is:
**APOLONIO JORGE CASTILLO
7601 NORTH BAY VILLAGE # 1222
NORTH BAY VILLAGE, FL 33141**

SIGNATURE _____

TITLE: **PRESIDENT**

DATE: **08/22/97**

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 _____

DATE: **08/19/97**

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