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FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: Jenning Gry Kvreck

FAX #: (305)672-9110

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 30, 1997

CORPORATE CREATIONS INTERNATIONAL INC

SUBJECT: MINERALES UNIDOS

REF: W97000024679

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.

Please provide an English translation for the entity's name in your cover letter.

The corporate name must dontain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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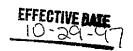
Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is: Minerales Unidos, Inc.



Article II. Address

The mailing address of the Corporation is: Minerales Unidos, Inc. 3135 N.W. 99 Place Miami FL 33172

Article III. Registered Agent

The name and address of the registered agent of the Corporation is: Corporate Creations Enterprises, Inc. 4521 PGA Boulevard #211 Palm Beach Gardens FL 33418

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Esteban Chiriboga

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc. 941 Fourth Street, 2nd Floor Miami Beach FL 33139 (305) 672-0686 97 OCT 30 PN 14:15

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is: Corporate Creations International Inc. 941 Fourth Street, 2nd Floor Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 29, 1997.

The undersigned incorporator executed these Articles of Incorporation on October 30, 1997.

CORPORATE CREATIONS INTERNATIONAL INC.

Greg K. Kuroda Vice President

Corporate Creations International Inc. 941 Fourth Street, 2nd Floor Miami Beach FL 33139 (305) 672-0686

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

Minerales Unidos, Inc.

REGISTERED AGENT/OFFICE:

Corporate Creations Enterprises, Inc. 4521 PGA Boulevard #211 Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

CORPORATE CREATIONS ENTERPRISES, INC.

Greg K. Kuroda, Vice President

Date: October 30, 1997

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