

P98000010839

Secretary of State, Division
of Corporations
State of Florida
P.O. Box 6327
Tallahassee, FL 32301

Re: Transbol International, Inc.

700002418257--1
-02/02/98--01036--006
****122.50 ****122.50

Dear Sirs or Madams:

Enclosed please find the following:

1. Original and one copy of the executed Articles of Incorporation along with the Certificate Designating Agent and Acceptance thereto.
2. Our check in the amount of \$122.50, representing payment of the following:

Filing Fee	-	\$ 35.00
Certified Copy	-	52.50
Registered Agent	-	35.00

Kindly return the certified copy of said Articles in the self-addressed, stamped envelope provided.

Thank you for your attention hereto.

Very truly yours,


Luis Fernando Morales

Encls.

FILED
98 FEB -2 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
TRANSBOL INTERNATIONAL, INC.**

FILED
98 FEB -2 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, do hereby associate ourselves together and subscribe to these Articles of Incorporation for the purpose of forming a corporation under the Laws of the State of Florida, and subject to the following provisions:

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of this corporation is TRANSBOL INTERNATIONAL, INC., and it's principal office address is 8248 N.W. 68th Street, Miami, FL 33166. Other offices for the transaction of business may be located wherever the directors may deem necessary or expedient.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any activity or business permitted under the laws of The United States and of the State of Florida.

ARTICLE IV - INITIAL CAPITAL

This Corporation shall begin business with a minimum capital in the amount of \$ 500.00, evidenced by an issue of 500 shares of stock with a \$ 1.00 par value.

TRANSBOL INTERNATIONAL, INC.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent of this corporation is HAROLD REYNOLDS, 8248 N.W. 68th Street, Miami, FL 33166.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 5 Directors(s) constituting the initial Board of Directors, who shall hold office for the first year of existence of the Corporation or until their successors are elected or appointed and have qualified. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name(s) and address(es) of the initial Board of Directors of this corporation is (are):

<u>NAME</u>	<u>ADDRESS</u>
LUIS FERNANDO MORALES	Corporate Address
HAROLD REYNOLDS	" "
LUIS RIVERO	" "
MARIO ANES	" "
OSCAR FEENEY	" "

TRANSBOL INTERNATIONAL, INC.

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
LUIS FERNANDO MORALES	Corporate Address
HAROLD REYNOLDS	" "
LUIS RIVERO	" "
MARIO ANES	

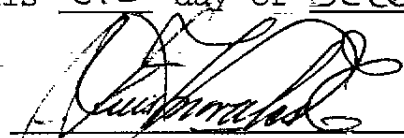
ARTICLE IX - INDEMNIFICATION

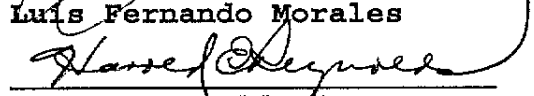
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved as Stockholders meeting by majority of the stock entitled to vote thereon, unless all the Directors and Stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31ST day of DECEMBER, 1997.


Luis Fernando Morales


Harold Reynolds

TRANSBOL INTERNATIONAL INC.


Luis Rivero

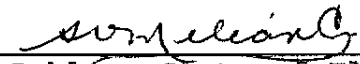

Mario Añez


Oscar Feeney

STATE OF FLORIDA
COUNTY OF DADE

Before me, a Notary Public authorized to take acknowledgements in the state and County set forth above, personally appeared LUIS F. MORALES,
HAROLD REYNOLDS, LUIS RIVERO, MARIO AÑEZ,
OSCAR FEENEY, known to be and known by me personally to the persons who executed the forgoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this day 31 of DECEMBER 1997.


Notary Public, State of Florida at Large

My commission Expires: 6-15-98
 Oath/No oath taken



SANDRA I MELEAN
My Commission CC383706
Expires Jun. 15, 1998
Bonded by HAI
800-422-1555

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 TRANSBOL INTERNATIONAL, INC. DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT Miami, STATE OF FL, HAS NAMED
HAROLD REYNOLDS LOCATED AT 8248 N.W. 68th Street, Miami, FL 33166
STATE OF Florida, AS ITS AGENT TO ACCEPT SERVICES OF PROCESS WITHIN
FLORIDA.

SIGNATURE


LUIS FERNANDO MORALES

TITLE President/Director

DATE 12/12/97

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
PERFORMANCE OF MY DUTIES.

SIGNATURE


HAROLD REYNOLDS, Reg. Agent

DATE

12/12/97

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA