

P98000013911

JOSÉ E. LATOUR & ASSOCIATES, P.A.

ATTORNEYS AND COUNSELORS

JOSÉ E. LATOUR
LORENZO M. LLERAS
STEPHEN D. BARNES
Of Counsel (H.K.)

FLORIDA OFFICE
3501 SW Second Avenue
Suite 2500
Gainesville, FL 32607
TEL: (352) 371-0067
FAX: (352) 371-1457
E-mail: questions@usvisanews.com

HONG KONG OFFICE
Park in Commercial Centre
56 Dundas Street, Ste. 1602
Kowloon, Hong Kong
TEL: (852) 2783-7183
FAX: (852) 2359-7542
E-mail: manager@lb.com.hk

Please respond to
 Florida
 Hong Kong

February 9, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Filing of Articles of Incorporation for The Business Compliance Company, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for The Business Compliance Company, Inc. We wish to file this company with the Florida Department of State as a corporation doing business in Florida. Also, enclosed please find the \$122.50 filing fee.

Should you have any questions, please do not hesitate to contact me. Thank you.

Sincerely,


Lorenzo M. Lleras

800002427788--3
-02/11/98--01070--006
****122.50 ****122.50

FILED
98 FEB 11 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SB
11-12-98

ARTICLES OF INCORPORATION
OF
THE BUSINESS COMPLIANCE COMPANY, INC.

FILED
98 FEB 11 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is The Business Compliance Company, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum of shares which this corporation is authorized to have outstanding is 1,000 shares of common stock having a par value of \$1 per share.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT
PRINCIPLE OFFICE AND CORPORATE ADDRESS**

The initial registered office of this corporation shall be 3501 SW 2nd Avenue, Suite 2500, Gainesville, FL 32607, and the initial agent shall be Jose Latour. The principal office address shall be 3501 SW 2nd Avenue, Suite 2500, Gainesville, FL 32607.

Attorney: Lorenzo M. Lleras
Address: 3501 SW Second Avenue, Suite 2500, Gainesville, FL 32607
Phone: (352) 371-0067
Bar # 0061859

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in the Bylaws of the corporation. The names of the directors constituting the initial Board of Directors are:

NAME
Jose E. Latour
Leah Latour

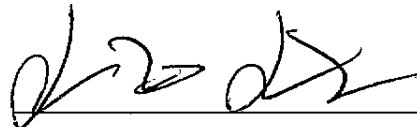
ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII - INCORPORATORS

The name and street address of the person signing these Articles of Incorporation are:

NAME ADDRESS
Lorenzo M. Lleras 3501 SW Second Avenue, Suite 2500
Gainesville, FL 32607



Lorenzo M. Lleras

STATE OF FLORIDA)
)SS:
COUNTY OF ALACHUA)


The foregoing Articles of Incorporation of The Business Compliance Company, Inc. were acknowledged before me this 9th day of February 1998 by Mr. Lorenzo M. Lleras as Incorporator.

Leah Latour Notary


ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for The Business Compliance Company, Inc., at the place designated in the Articles of Incorporation, Jose Latour agrees to act in this capacity and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated this 9 day of February, 19 98.



Jose Latour

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 FEB 11 AM 8:19

FILED