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2/18/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001
FROM: FAS-T CORP. AGENTS, INC. ACCT#: 071001002335
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839 FAX #: (305)716-0346

NAME: CORPORACION DEPORTIVA INDEPENDIENTE MEDELLIN
AUDIT NUMBER.....H98000003281
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

TRANSLATION: INDEPENDENT SPORTS CORPORATION MEDELLIN

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W98-3681

4/2/19/98

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ARTICLES OF INCORPORATION
OF

CORPORACION DEPORTIVA INDEPENDIENTE MEDELLIN CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CORPORACION DEPORTIVA INDEPENDIENTE MEDELLIN CORP.

The principal place of business of this corporation shall be:

6750 NW 186 ST.#305 MIAMI,FL 33015

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

100 SHARES AT \$1.00 PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

PRESIDENT/ JULIO C.VILLATE
6750 NW 186 ST. #305
MIAMI,FL 33015

Prepared By: JULIO C.VILLATE
6750 NW 186 ST. #305
MIAMI,FL 33015
(305)512-4862

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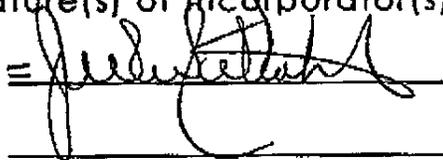
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

PRESIDENT/ JULIO C.VILLATE
6750 N.W.186 ST.#305
MIAMI,FL 33015

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 18th day of FEBRUARY1997.

Signature(s) of Incorporator(s)

A handwritten signature in black ink, appearing to read "Julio C. Villate", is written over a horizontal line. Below this line is another horizontal line, and further down is a third horizontal line, all of which are currently blank.

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:

CORPORACION DEPORTIVA INDEPENDIENTE MEDELLIN CORP.

2. The name and address of the registered agent and office is:

JULIO C. VILLATE 6750 NW 186 ST. #305

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33015

(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE



TITLE

DIRECTOR

DATE

2/18/98

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

2/18/98