

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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-02/27/98--01037--002

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. FONICA INTERNATIONAL INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Photocopy



Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
98 FEB 27 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 FEB 27 AM 11:13
DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF INCORPORATION

of

FONICA INTERNATIONAL INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: FONICA INTERNATIONAL INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Hundred shares (100) of One dollar Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is: (Principal Address)

NAME	Eduardo V. Tavano		
ADDRESS	1721 N W 93rd Ave.		
CITY	Miami	FLORIDA	ZIP 33172

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Alvaro Antonio Accioly		President	Vice President
ADDRESS	1721 N W 93rd Ave.			
CITY	Miami	STATE	Fl	ZIP 33172
NAME	Juliana Accioly		Treasurer	
ADDRESS	1721 N W 93rd Ave			
CITY	Miami	STATE	Fl	ZIP 33172
NAME	Eduardo V Tavano		Secretary	
ADDRESS	1721 N W 93rd Ave.			
CITY	Miami	STATE	Fl	ZIP 33172

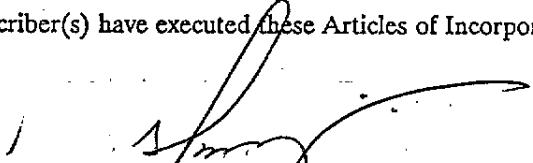
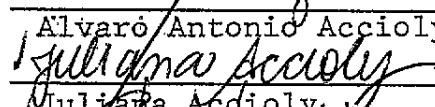
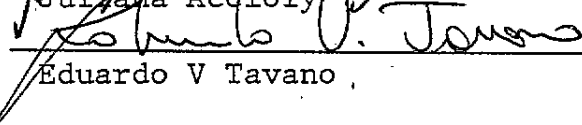
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

NAME	Alvaro Antonio Accioly		
ADDRESS	1721 N W 93rd Ave.		
CITY	Miami	STATE	FL 33172 ZIP
NAME	Juliana Accioly		
ADDRESS	1721 N W 93rd Ave.		
CITY	Miami	STATE	FL 33172 ZIP
NAME	Eduardo V Tavano		
ADDRESS	1721 N W 93rd Ave.		
CITY	Miami	STATE	FL 33172 ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 20th day of January, 19 98.


 _____ (Seal)
 Alvaro Antonio Accioly

 _____ (Seal)
 Juliana Accioly

 _____ (Seal)
 Eduardo V Tavano

STATE OF FLORIDA)
)
 COUNTY OF DADE) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Alvaro Antonio Accioly Juliana Accioly Eduardo V Tavano

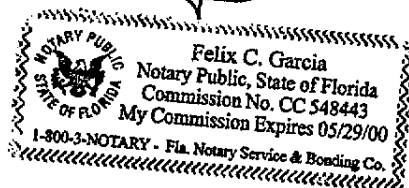
known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that They executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 20th day of January, 19 98

(Notary Seal)

(Notary Public, State of Florida at Large)

My Commission expires



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

FONICA INTERNATIONAL INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 1721 N W 93rd Ave.

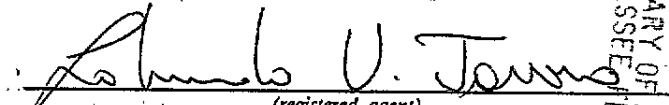
Miami Fl 33172

has named Eduardo V Tavano

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(registered agent)
Eduardo V Tavano

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