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TO: DIVISION OF CORPORATIONS
(850)922-4001

FAX #:

FROM: BUSINESS WORLD TRANSACTIONS, INC.
104512000707

ACCT#:

CONTACT: GEORGE G PICARDIE
PHONE: (305)867-8448
(305)867-8200

FAX #:

NAME: MERCOSUR INTERNATIONAL COMM, INC.

AUDIT NUMBER.....H98000004917

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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Mercosur is a proper name.

F. CHESSEB MAR 13 1998

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ARTICLES OF INCORPORATION

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

ARTICLE I

NAME

The name of the corporation shall be: MERCOSUR INTERNATIONAL COMM, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

999 BRICKELL BAY DR. SUITE 501
MIAMI, FL. 33131

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "COMMON SHARES."

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

RUBEN DANIEL ABRAMOVICH
999 BRICKELL BAY DR. SUITE 501
MIAMI, FL. 33131

Prepared By: RUBEN DANIEL ABRAMOVICH
999 BRICKELL BAY DR. SUITE 501
MIAMI, FL. 33131
305 3747617

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ARTICLE V
INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

RUBEN DANIEL ABRAMOVICH
999 BRICKELL BAY DR. SUITE 501
MIAMI, FL. 33131

DIRECTOR
& PRESIDENT

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

12 day of 3, 1998



Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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 is: MERCOSUR INTERNATIONAL COMM, INC.

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

RUBEN DANIEL ABRAMOVICH
999 BRICKELL BAY DR. SUITE 501
MIAMI, FL. 33131

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

3/12/98
(DATE)

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