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Law Offices

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Cecilia Pelaez
Office Administrator

PLEASE REPLY TO
FT LAUDERDALE OFFICE

March 23, 1998

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-03/26/98-01099-010
****122.50 ****122.50

VIA FED EX

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

EFFECTIVE DATE
3-25-98

RE: INCORPORATION OF LUMICAR INTERNATIONAL CORP.

**Property Address: 3031 Ocean Blvd. #807
Ft. Lauderdale, FL 33308**

Our File No.: 982060

To Whom It May Concern:

Enclosed you will find two Original Articles of Incorporation for the above referenced corporation. We have enclosed a check in the amount of \$122.50 for the filing of a certified copy of Lumicar International Corporation.

Thank you. Your attention to this matter is greatly appreciated.

Very truly yours,

Allison Velazquez

Allison Velazquez
Legal Assistant for
the Firm

av
Enc.

FILED
98 MAR 26 PM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10TH FLOOR
66 WEST FLAGLER STREET
CONCORD BUILDING
MIAMI, FLORIDA 33130

SUITE 301
5200 TOWN CENTER CIRCLE
BOCA RATON, FLORIDA 33496

TRIV 12 #118A44
BOGOTA, COLOMBIA
637-3436/637-3458
FAX 637-3424

ORICINA NO. 312
TORRE U
AV. NACIONES UNIDAS 1084, Y AMAZONAS
QUITO - ECUADOR
TEL (5932) 462 085/108/113, FAX (5932) 442 866

AV. PAULISTA, 807-2-CJS-221/S
SAO PAULO - SP, BRAZIL
TEL (011) 285-2311, FAX (011) 251-1323

BY APPOINTMENT ONLY AT EACH LOCATION

m 3/30/98

EXPIRATION DATE

3-25-98

ARTICLES OF INCORPORATION

OF

LUMICAR INTERNATIONAL CORP.

FILED

98 MAR 26 PM 11: 22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, and other laws of the State of Florida hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is LUMICAR INTERNATIONAL CORP.

ARTICLE II

DURATION

The Corporation shall have perpetual existence, effective March 25, 1998.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which this Corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares the Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 200 S.E. 9th Street, Fort Lauderdale, Florida 33316 and the name of the initial Registered Agent of the Corporation at that address is Carlos J. Reyes, Esq. of Montero, Finizio, Velasquez & Weissing, P.A.

ARTICLE VI

INITIAL CORPORATE OFFICE

The street address of the initial corporate office is 3031 Ocean Blvd. #807, Fort Lauderdale, Florida 33308.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Luis Miguel Vilera	3031 Ocean Blvd. Suite 807 Fort Lauderdale, FL 33308

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Luis Miguel Vilera
3031 Ocean Blvd., Suite 807
Fort Lauderdale, Florida 33308

ARTICLE IX

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 at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation can be made.

IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation this 25th day of March, 1998.

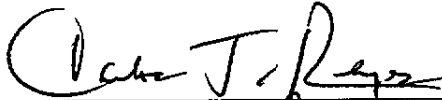


LUIS MIGUEL VILERA
Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, authorized to take
acknowledgments in the State and County set forth above, personally
appeared LUIS MIGUEL VILERA, known to be and known by me to be the
person who executed the foregoing Articles of Incorporation, and he
acknowledged before me that he executed these Articles of
Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal in the State and County aforesaid, this 25th day
of March, 1998.



Name: Carlos J. Reyes
Commission No.: CC489768
Notary Public
State of Florida at Large

My commission Expires:



CARLOS J REYES
My Commission CC489768
Expires Aug. 20, 1999

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of LUMICAR INTERNATIONAL CORP., as made in the foregoing Articles of Incorporation. I hereby am familiar with and accept the duties and responsibilities of Resident Registered Agent for said corporation.

Date: 3/25/98

By: 
CARLOS J. REYES
Registered Agent

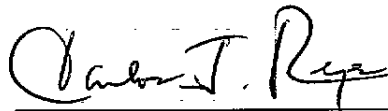
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

Pursuant to Section 48.091, Florida Statutes, the following is submitted in compliance therewith:

That LUMICAR INTERNATIONAL CORP., desiring to organize under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation, in the County of Broward, State of Florida, has named Carlos J. Reyes, of 200 S.E. 9th Street, Fort Lauderdale, Florida 33316, as agent to receive service of process within this State.

ACKNOWLEDGMENT:

Having been named to receive Service of Process for the above-named Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and to agree to comply with the provision of said Act relative to keeping open said office.


CARLOS J. REYES

CJR\ALLFORMS\CORP\ARTINC\LUMICAR INTL

FILED
98 MAR 26 PM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA