

ROBERT LEWIS  
P.O. BOX 21625  
WEST PALM BEACH, FL 33416  
PHONE: 561/439-5055  
FAX: 561/439-5014

P98000030682

SANDRA B. MORTHAM  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
409 EAST GAINES STREET  
TALLAHASSEE, FLORIDA 32314

ATT: DANA CALLOWAY  
NEW FILING DEPARTMENT

RE: PERUPOORT - USA, INC.

DEAR MS. CALLOWAY,

THANK YOU FOR YOUR HELP WITH MY QUESTIONS, WHEN I CALLED !

ENCLOSED, PLEASE FIND THE ORIGINAL AND ONE COPY OF ARTICLES OF INCORPORATION, TOGETHER WITH CHECK NUMBER 0425, IN THE AMOUNT OF \$122.50.

THIS REPRESENTS THE COST OF THE FILING FEES, CERTIFIED COPY OF THE ARTICLES OF INCORPORATION AND FEE FOR THE REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

PLEASE NOTE, THAT I HAVE ALSO ENCLOSED A PREPAID AND ADDRESSED "EXPRESS MAIL" ENVELOPE FOR THE RETURN OF THE DOCUMENTS.

VERY TRULY, YOURS,

ROBERT LEWIS

PERUPOORT - USA, INC.

MAILING ADDRESS:

P.O. BOX 21625  
W. PALM BEACH, FLORIDA

33416

PHONE (561) 439 5055  
FAX (561) 439 5014

FILED  
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TALLAHASSEE, FLORIDA

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APR 3 1998

# ARTICLES OF INCORPORATION

of  
PERU-PORT-USA, 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:

PERU-PORT-USA, 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 THOUSAND shares ( 1,000 ) of ONE 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:

NAME	ROBERT LEWIS
ADDRESS	1416 RANGE COURT
CITY	WEST PALM BEACH, FLORIDA 33415
	FLORIDA ZIP

## 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	ANA SALDANA - LA ROSA TORO
ADDRESS	HUMANTANGA 198 URB. PAYET INDEPENDENCIA
CITY	LIMA XXX PERU S.A. ZIP L-028
NAME	JUAN ROGGER LA ROSA TORO - SALDANA
ADDRESS	HUMANTANGA 198 URB. PAYET INDEPENDENCIA
CITY	LIMA XXX PERU S.A. ZIP L-028
NAME	SAMUEL MICHAEL LA ROSA TORO - SALDANA
ADDRESS	HUMANTANGA 198 URB. PAYET INDEPENDENCIA
CITY	LIMA XXX PERU S.A. ZIP L-028

# ARTICLE VII - INCORPORATORS

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

NAME	ANA SALDANA - LA ROSA TORO		
ADDRESS	HUMANTANGA 198 URB. PAYET INDEPENDENCIA		
CITY	LIMA	<del>XXX</del> PERU S.A.	ZIP L-028
NAME	JUAN ROGGER LA ROSA TORO - SALDANA		
ADDRESS	HUMANANAGA 198 URB. PAYET INDEPENDENCIA		
CITY	LIMA	<del>XXX</del> PERU S.A.	ZIP L-028
NAME	SAMUEL MICHAEL LA ROSA TORO - SALDANA		
ADDRESS	HUMANTANGA 198 URB. PAYET INDEPENDENCIA		
CITY	LIMA	<del>XXX</del> PERU S.A.	ZIP L-028

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 31ST day of MARCH 31ST, 1998. IDENTIFICATION PROVIDED

REPUBLIC  
OF PERU  
PASSPORT 1113500 ANA SALDANA LA ROSA TORO (Seal)  
0239416 JUAN ROGGER LA ROSA TORO - SALDANA (Seal)  
1113806 SAMUEL MICHAEL LA ROSA TORO - SALDANA (Seal)

STATE OF FLORIDA )  
COUNTY OF PALM BEACH ) SS

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

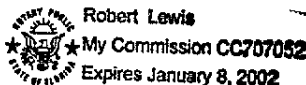
ANA SALDANA - LA ROSA TORO, JUAN ROGGER LA ROSA TORO - SALDANA

AND SAMUEL MICHAEL LA ROSA TORO - SALDANA.

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 31ST day of MARCH, 1998.

(Notary Seal)



[Signature]  
(Notary Public, State of Florida at Large)  
My Commission expires: 01-08-2002

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

PERUPOORT-USA, 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 office as indicated in the Articles of Incorporation

at 1416 RANGE COURT

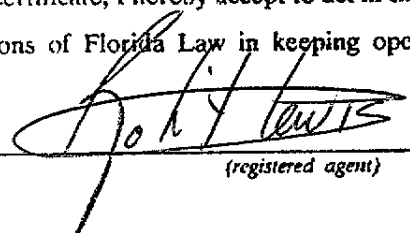
WEST PALM BEACH, FLORIDA 33415

has named ROBERT LEWIS

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)

FILED  
98 APR - 1 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA