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4/06/98

FLORIDA DIVISION OF CORPORATIONS
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((H98000006524 6))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: OVER SERVICE, CORP.

AUDIT NUMBER.....H98000006524

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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

** ENTER 'M' FOR MENU. **

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TALLAHASSEE FLORIDA

Bm 4/6/98

**ARTICLES OF INCORPORATION
OF
OVER SERVICE, CORP.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Coporation Act, hereby adopt the following Articles of incorporation.

ARTICLE I NAME

The name of the Corporation shall be:
OVER SERVICE, CORP.

The principal place of business of this corporation shall be:
8580 NW 6TH LANE SUITE 202, MIAMI FL 33126

ARTICLE II NATURE OF BUSINESS

This Corporation may engage in or transact any or all lawful activities of 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 is Five Hundred (500) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares"

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: **LATIN AMERICAN 2000
1165 W 49 ST SUITE 208
HIALEAH FL 33012-3373
(305)826-6518**

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ARTICLE V OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors, if any who shall hold office the first year of the corporation's existence or until the successors are elected, are:

LAMBERTO CIOCCA, PRESIDENT
8580 NW 6TH LANE #202, MIAMI FL 33126

SANTILLI MASSIMILIANO, VICE-PRESIDENT
8580 NW 6TH LANE #202, MIAMI FL 33126

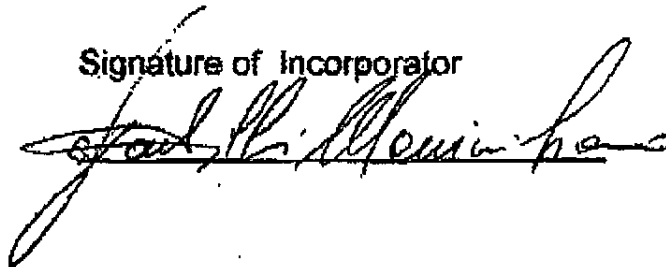
ARTICLE VI INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

SANTILLI MASSIMILIANO
8580 NW 6TH LANE #202
MIAMI FL 33126

N WITNESS WHEREOF, the undersigned incorporator has executed these Articles of incorporation this 4TH day of APRIL 1998

Signature of Incorporator

A handwritten signature in black ink, appearing to read "Santilli Massimiliano", written over a horizontal line.

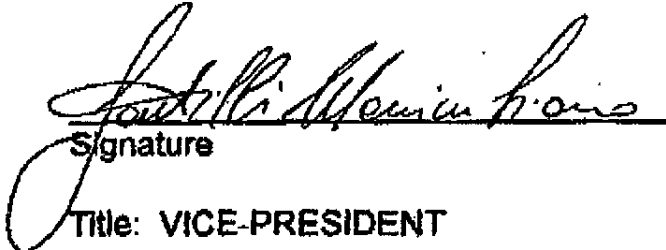
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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
OVER SERVICE, CORP.

2. The name and address of the registered agent and office is:
**SANTILLI MASSIMILIANO
8580 NW 6TH LANE SUITE 202
MIAMI FL 33126**

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Signature
Title: VICE-PRESIDENT

Date: APRIL 4, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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: APRIL 4, 1998