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June 9, 1998

State of Florida
Secretary of State,
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300002559733--4

-06/12/98--01038--002

***250.00 ***125.00

Re: Proposed Corporations: B. Mundial Corporation and
Midia Board Corporation

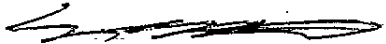
Dear Sir/Madam:

I have enclosed the Articles of Incorporation and Certificate of Registered Agent in regard to the above entity along with a check for filing fees in the amount of \$250.00.

I have also included a copy of the Articles and a self-addressed stamped envelope. Once the original Articles have been filed, please return the conformed copy in the envelope provided.

Thank you.

Respectfully submitted,


EVAN M. KLEIMAN, ESQ.

FILED
98 JUN 12 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enc: as noted

BR 6/15/98

CERTIFICATE OF INCORPORATION

- Of -

B. MUNDIAL CORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the said State of Florida.

ARTICLE I

The name of this corporation shall be: **B. MUNDIAL CORPORATION**

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

1001 BRICKELL BAY DRIVE

A/O CLAUDIA MARTINEZ – ACCOUNT MANAGER

PINE BANK – LOBBY LEVEL

MIAMI, FL 33131

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

ELCIO O. BELTRAME

RUA MARECHAL CÂNDIDO RONDON, 870
PARANAVAÍ – PR
87.704-120
BRAZIL

MARCIA R. BELTRAME

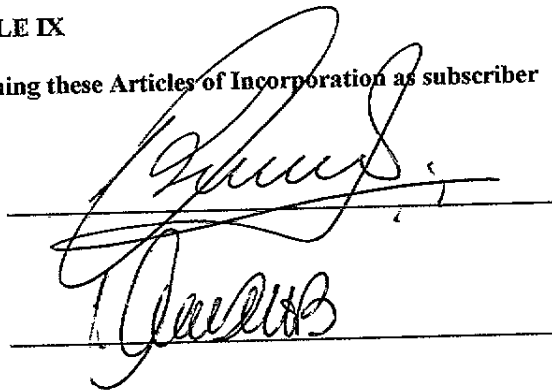
RUA MARECHAL CÂNDIDO RONDON, 870
PARANAVAÍ – PR
87.704-120
BRAZIL

ARTICLE IX

The name and street addresses of the persons signing these Articles of Incorporation as subscriber are as follows:

ELCIO O. BELTRAME

MARCIA R. BELTRAME



ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

STATE OF FLORIDA)

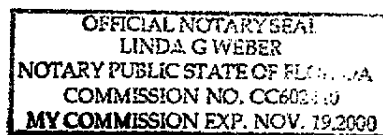
COUNTY OF BROWARD)

IN WITNESS WHEREOF, the undersigned, Merced Beltrame & ELUCIO BELTRAME, a natural person who is competent to contract and (CHECK ONE) _____ is personally know to me X produced a Brazilian Passport # CG 397275 and (CHECK ONE) _____ took an oath X did not take an oath, and who hereunto subscribed to the foregoing Articles of incorporation and set his hand and seal this 10 day of JUNE, 1998.

Linda G Weber

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT:

B. MUNDIAL CORPORATION
(Name of Corporation)

WITH ITS PLACE OF BUSINESS AT

1001 BRICKELL BAY DRIVE
PINE BANK - LOBBY LEVEL
MIAMI, FL 33131
(Business Address, City and State)

HAS NAMED

EVAN M. KLEIMAN
(Name of Registered Agent)

LOCATED AT

901 SOUTH FEDERAL HIGHWAY
SUITE 300
(Street Address and Number of Building,
Post Office Box ARE NOT Acceptable)


CITY OF

FORT LAUDERDALE, STATE OF FLORIDA, AS ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


(Corporate Officer)

TITLE


President

DATE


6-9-98

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT HE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN
THIS CAPACITY, AND I FURTHER AGREE TO 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


(REGISTERED AGENT)

DATE


6-9-98

BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32314

(Note: There is a filling fee of \$ 3.00 for this certificate)

FILED
98 JUN 12 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA