

P98000054822

N C CORPORATION

3:2 PM
PUBLIC ACCOUNTING SYSTEM
ELECTRONIC FILING COVER SHEET

((H98000011424 2))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: LUIS URIARTE

PHONE: (305)672-0686

EFFECTIVE DATE

FAX #: (305)672-9110

6-18-98

NAME: HT COMMERCE & DEVELOPMENT INC.

AUDIT NUMBER.....H98000011424

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

CERT. OF STATUS..1

PAGES.....4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

FILED

98 JUN 19 AM 8:33

SECRETARY OF STATE
TALLAHASSEE FLORIDA

BM 6/19/98

H98000011424

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
HT Commerce & Development Inc.

EFFECTIVE DATE

6-18-98

Article II. Address

The mailing address of the Corporation is:
HT Commerce & Development Inc.
c/o Luis Agramunt
80 SW 8th Street, Suite 2077
Miami FL 33130

FILED
98 JUN 19 AM 8:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Luis Agramunt
80 SW 8th Street, Suite 2077
Miami FL 33130

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Jesus Deyesa
Joseph Stanley

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Juris Magister Corporate Services
80 SW 8th Street, Suite 2077
Miami FL 33130
305-373-5802

H98000011424

Copyright © 1993-1998 CC

H98000011424

Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.

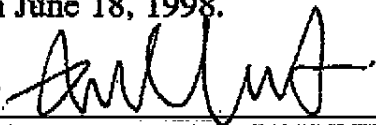
941 Fourth Street #200

Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 18, 1998.

The undersigned incorporator executed these Articles of Incorporation on June 18, 1998.



CORPORATE CREATIONS INTERNATIONAL INC.

Luis A. Uriarte Vice President

Juris Magister Corporate Services
80 SW 8th Street, Suite 2077
Miami FL 33130
305-373-5802

H98000011424

Copyright © 1993-1998 CC

H98000011424

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

HT Commerce & Development Inc.

REGISTERED AGENT/OFFICE:

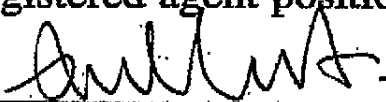
**Luis Agramunt
80 SW 8th Street, Suite 2077
Miami FL 33130**

FILED

98 JUN 19 AM 8:33

**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



LUIS AGRAMUNT

by L.A. Uriarte as attorney-in-fact

Date: June 18, 1998.

**Juris Magister Corporate Services
80 SW 8th Street, Suite 2077
Miami FL 33130
305-373-5802**

H98000011424

Copyright © 1993-1998 CC