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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CUBA PRESS INTERNATIONAL, INC.

(Corporation Name)

(Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)



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Certificate of Status

NEW FILINGS

<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/
QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

FILED
98 JUL -1 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/1/98

ARTICLES OF INCORPORATION

OF

CUBA PRESS INTERNATIONAL, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE ONE

Name

The name of the corporation shall be:

CUBA PRESS INTERNATIONAL, INC.

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ARTICLE TWO

The address of the principal office of this corporation shall be 7375 S.W. 45th. Street, Miami, FL 33155, and the mailing address of the corporation shall be the same.

ARTICLE THREE

Purpose

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States of America, the State of Florida or any other state, country, territory or nation.

ARTICLE FOUR

Term of Existence

The term of existence of this corporation is perpetual.

ARTICLE FIVE

Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE SIX

Preemptive Rights

Each shareholder upon the sale for cash of any new common stock, or of any treasury common stock, shall have the right to purchase his pro rata (as nearly as it may be done without the issuance of fractional shares) at the price at which it is offered to others.

"Pro rata" means, in this article, in the proportion the number of shares already owned by the shareholder bears to the total number already issued by the corporation. In case any shareholder does not make use of this preemptive rights, such rights will accrue to the rest of the shareholders also pro rata.

ARTICLE SEVEN

Right of First Refusal

In the event a shareholder received a bona fide offer acceptable to him for the purchase of all or a portion of his shares (or any rights or interests therein), such shareholder (hereinafter referred to as the OFFERING SHAREHOLDER) shall give written notice of such offer to the Secretary of the corporation

and to all other shareholders by registered mail at the addresses listed in the corporation's book. The notice to the corporation shall be sent to the corporate officers.

The notice must set forth the name of the proposed transferee, the number of shares to be transferred, the price, the price per share, and all other terms and conditions of the proposed transfer. Any other stockholder of the corporation will have fifteen (15) days to signify his or her intention to buy and his or her tender of the price to the stockholder intending to sell, and will also notify the corporation, in writing, of his or her intention of exercising the rights granted by this article. If more than one stockholder intends to exercise the right to purchase, then, in that event, each one will have the right to purchase pro rata; "pro rata" meaning, in this article, in a proportion where the numerator is the number of shares already owned by the shareholder exercising the right and where the denominator is the sum of all shares already owned by all shareholders timely expressing their intent to exercise the right to purchase.

Similar rights of purchase or option to purchase will accrue to the rest of the shareholders in the case anyone of such shareholders become bankrupt, file for voluntary bankruptcy or someone files to have him declared bankrupt, or makes an assignment in favor of creditor.

The purchase price per share of stock in these cases will be determined by an evaluation to be made around the middle of the

fiscal year of the corporation by an independent appraiser, who will determine the value of such shares, using generally accepted accounting principles.

Any attempt sale in violation of the provision of this Article is null and void.

ARTICLE EIGHT

Initial Registered Agent and Street Address

The name and address of the initial registered agent of the corporation is: Evelio P. Ancheta, 8321 S.W. 31st. Street, Miami, FL 33155.

ARTICLE NINE

Directors

This corporation shall have two directors initially. The number of Directors may be increased or decreased from time to time as provided in the Bylaws of the corporation up to nine directors.

The name and address of the initial directors who shall serve as Directors until the first election or selection thereof, as provided in the Bylaws of the corporation, is as follows:

-Jose Rivero - 4580 S.W. 128th. Avenue, Miami, FL 33175

-Evelio P. Ancheta - 8321 S.W. 31st. Street, Miami, FL 33155

The term of office of each Director shall be two years.

ARTICLE TEN

Officers

The affairs of the Corporation are to be managed by a President, a Vice-President, a Treasurer and a Secretary, and such other officers as may be deemed necessary by the Board of Directors in accordance with the Bylaws.

ARTICLE ELEVEN

Bylaws

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors of this corporation. In order to constitute a quorum for the transaction of business, a two-thirds ($2/3$) of the authorized number of directors shall be necessary. Also, a two-thirds ($2/3$) vote will be required to adopt, alter, amend or repeal the Bylaws of the corporation.

ARTICLE TWELVE

Amendments to Articles

These Articles of Incorporation may be amended at a regular meeting of the Board of Directors by a two-thirds ($2/3$) vote of all Board members, provided written notice of intention to submit such amendments and a copy of the proposed amendments has been mailed to all members of the Board of Directors at least ten (10) days prior to such a meeting.

ARTICLE THIRTEEN

Date of Commencement

The effective date of this corporation is the date of filing by the Secretary of State.


ARTICLE FOURTEEN

Incorporator

The name and street address of the incorporator to these Articles of Incorporation is:

Evelio P. Ancheta - 8321 S.W. 31st. Street, Miami, FL 33155.

The undersigned incorporator has executed these Articles of Incorporation this 30th. day of June, 1998.



Evelio P. Ancheta,
Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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.

The name of the corporation is:

CUBA PRESS INTERNATIONAL, INC.

The name and address of the Registered Agent and office is:

Evelio P. Ancheta - 8321 S.W. 31st. Street, FL 33155.

Having being named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

6/30/98
DATE


REGISTERED AGENT

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98 JUL 1 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA