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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

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

AUDIT NUMBER.....H98000013204

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

CERT. OF STATUS..1

PAGES..... 5

CERT. COPIES.....0

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07/16/98 14:39 Florida Department p1 /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 16, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: SAENZ, INC.
REF: W98000016225

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H98000013204
Letter Number: 198A00037951

ARTICLES OF INCORPORATION

I, the undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby form a corporation pursuant to Part II, 'Closed Corporation', Chapter 607, of the Florida Statutes as currently and shall hereafter be in force and in effect, and pursuant to Part I Corporation Generally, Chapter 607, of in force and in effect, to the extent that the aforementioned provisions of Part II, 'Closed Corporation' Chapter 607, of the Florida Statutes are not applicable thereto and in conflict therewith.

ARTICLE I Name

The name of the corporation is:.

SAENZ ,INC.

ARTICLE II Nature of Business

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

ARTICLE III Capital Stock

The maximum number of share of stock the corporation is authorized to have issued and outstanding at any one time is 5000 shares of non-assessable common stock having a nominal value of ONE DOLLAR AND 00 CENTS (\$1.00).

ARTICLE IV Initial Capital

The amount of capital with which the Corporation shall commence is no less than

FIVE HUNDRED DOLLARS AND 00 CENTS (\$500.00).

ARTICLE V Term of Existence

The Corporation shall exist perpetually.

Article VI Address

The initial street address of the principal office of the Corporation in the State of FL is, 9900 HAMMOCKS BLVD, BUILDING 59-#103, MIAMI 33196 U.S.A.. The corporation may move its principal office to places within and without the state of Florida.

PREPARED BY: JSP ASSOCIATES, INC.
7801 SW 24 Street Suite 107
Miami, FL. 33155
(305) 262-8947

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Article VII Management

The business of the corporation shall be managed by the Board of Directors. Any action required or permitted by Part I or Part II, Chapter 607 of the Florida Statutes, shall be taken by a majority vote of the Board of Directors. The Director shall be elected by the stockholders by majority vote. Each stockholder shall be entitled to one vote for each issued and outstanding share of which he/she or it, is the record owner.

Article VIII Subscriber

The name, street address and number of shares subscribed by the initial subscribers to these Articles of Incorporation are: ROGERIO ROCHA 9900 Hammocks Blvd. Bldg. 59-#103, Miami, Fl. 33196
FABIO J. SAENZ 9900 Hammocks Blvd. Bldg. 59-#103, Miami, Fl. 33196

The initial subscriber certifies that in consideration for the stock for which the corporation will begin business as set forth in Article IX thereof.

Article IX Existence

The Corporation shall exist on July 16, 1998 such date being the day on which the subscriber to these Articles of Incorporation shall purchase and be issued the shares subscribed for.

Article X Amendments

The Corporation may amend or repeal any provisions, part or part of these Articles of Incorporation upon an affirmative vote of the issued and outstanding stock at a duly constituted shareholders meeting.

Article XI By-Laws and Stockholders Agreements


The Stockholders shall have the power to make, amend or repeal by-laws concerning all matters and things so long as such by-laws or stockholders are not in conflict with these Articles of Incorporation they are now or hereafter in force and effect.

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IN WITNESS WHEREOF, I the undersigned subscriber, being the original subscriber(s) to the capital stock herein above described for the purpose of forming a corporation to do business both within and without the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein contained are true, and so agree to receive the number of share herein set forth, and hereunto set hand and seal this *16TH DAY JULY, 1998*



Mr. ROGERIO ROCHA



Mr. FABIO J SAENZ

H98000013204

STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate designating place of business domicile for the service of process within this state, naming agent upon whom process may be served and names and addresses of the officers and directors.

The following is submitted, in compliance with Chapter 48.091 of the Florida Statute:

SAENZ, INC.

A corporation organized (or organizing) under the laws of the State of Florida with its principal office at 9900 HAMMOCKS BLVD in the county of DADE, state of Florida, has named Mr. FABIO J. SAENZ of 9900 HAMMOCKS BLVD, BUILDING 59--#103, city of MIAMI, county of DADE, as its agent to accept service of process within this state.

OFFICERS

Mr. ROGERIO ROCHA

Vice-President
Treasurer

Mr. FABIO J SAENZ

President
Secretary

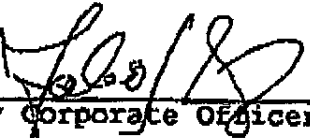
DIRECTORS

Mr. ROGERIO ROCHA

Vice-President
Treasurer

Mr. FABIO J SAENZ

President
Secretary


By Corporate Officer.

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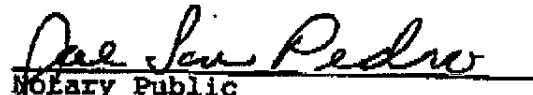
ACCEPTANCE

I agree as resident agent to accept Service of Process;
to keep office open during prescribed hours; to post my name
and any other officer of said corporation authorized to
accept service of place in office as required by law.

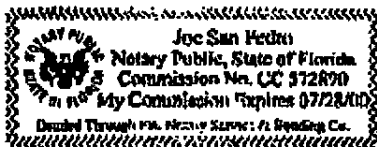

Mr. FABIO J SAENZ

STATE OF FLORIDA
SS:
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared,
Mr. FABIO J SAENZ to me well known to be the individual
described in and who executed the foregoing Articles of
Incorporation and acknowledges before me that he executed for
purpose therein expressed.


Notary Public
State of Florida

My commission expires:



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