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Fax 708-974-1298

P98000064748

July 20, 1998

Florida Department of State  
Division of Corporations  
Attn: New Filings  
409 East Gaines Street  
Tallahassee, FL 32399

FILED  
98 JUL 21 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Re: Filing of Articles of Incorporation - Latin American Accounting Series, Inc.

Dear Sir/Madam:

Enclosed for filing is the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$70.00 to cover the filing fees. We have enclosed an extra copy for a stamped acknowledgment of receipt.

Please file these in your office as soon as possible and return the filed copies to me in the enclosed self-addressed stamped envelope.

If you have any questions, please call.

Sincerely,

David L. Surina

DLS/ds  
Enclosures

100002594001--5  
-07/21/98-01064-007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

F. CHESSEY JUL 23 1998

**STATE OF FLORIDA  
ARTICLES OF INCORPORATION OF  
LATIN AMERICAN ACCOUNTING SERIES, INC.**

**FILED**  
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**FIRST:** The corporate name that satisfies the requirements of Section 607.0401 is:  
"Latin American Accounting Series, Inc."

**SECOND:** The street address of the initial principal office of the corporation shall be 16266 NW 14 CT, Pembroke Pines, FL 33028, and the mailing address of the corporation shall be the same.

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

**FOURTH:** The number of shares the corporation is authorized to issue is 900 shares of common stock having No Par Value per share.

**FIFTH:** The street address of the initial registered office of the corporation is 12560 Virtudes Street, Coral Gables, FL 33156, and the name of its initial registered agent at such address is: Fernando J. Gonzalez.

**SIXTH:** This corporation is to exist perpetually.

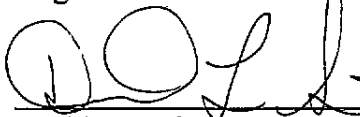
**SEVENTH:** The number of Directors constituting the initial Board of Directors of the Corporation is Three (3), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the Shareholders or until their successors are elected and qualify are:

Javier Tobar Tobar	16266 NW 14 CT., Pembroke Pines, FL 33028
Ramon Murillo	16266 NW 14 CT., Pembroke Pines, FL 33028
Sonia Levitz	2684 W. 79th Street, Hialeah, FL 33016

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

David L. Surina: 11018 Southwest Highway, Palos Hills, IL 60465

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 20th day of July, 1998.

  
\_\_\_\_\_  
David L. Surina, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

**LATIN AMERICA ACCOUNTING SERIES, INC.**

Acceptance by the Registered Agent as required in section 607.0501 (3)  
F.S.: **Fernando J. Gonzalez**, is familiar with and accepts the obligations  
provided for in Section 607.0505.

Dated: **7-20**, 1998

BY

  
Fernando J. Gonzalez

**FILED**

98 JUL 21 AM 10:52

CLERK OF COURT  
TALLAHASSEE FLORIDA