ZARUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 3320 S.W. 87th AVENUE (Address) 200002600932--2 -07/28/98--01088--012 ****122.50 ****122.50 MIAMI, FLORIDA (305)552-5973 (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) 3. (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Mail out Will wait Certificate of Status Photocopy --- NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Other Merger REGISTRATION! OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other-

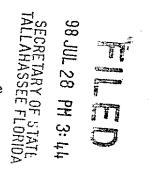
Examiner's Initials

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 provision of the State of Florida providing for the formation, liability, rights, privileges and Immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be

CUBA RICO, INC



ARTICLE II

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

ARTICLE III

The maximum shares of stock, with \$ 1.00 par value, that this Corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) Shares.

ARTICLE IV

The amount of capital with which this corporation will begin business not be less than \$500.00 Dollars. FIVE HUNDRED DOLLARS.

ARTICLE V

This Corporration is to have perpetued existence.

ARTICLE VI

The principal office of this Corporation shall be

12 E 14 ST HIALEAH FL 33010

ARTICLE VII

The number of the Board of Directors of the Corporation shall not be less than one person. The names and post office addresses of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the acts of legislature, shall hold office for the first year of the corporation's existence or until their succesors are elected and shall be fully qualified, are:

JOAQUIN JIMENEZ 12 E 14 ST PRESIDENT 100
HIALEAH FL 33010 SECRETARY
DIRECTOR

ARTICLE VIII

The names and post office addresses of each subscriber to the Certificate of Incorporation are as follows:

JOAQUIN JIMENEZ

PRESIDENT SECRETARY DIRECTOR 12 E 14 ST

HIALEAH FL 33010

We, the undersigned, being each and all of the original subscribers to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe and acknowledge and file this Certificate hereby declaring and certifying that the facts herein stated are true, and do respectively agree to abide by the Articles as herein stated.

Suscribed at Miami, Dade County, Florida, this 22 day of July, 1998.

JOAQUIN JIMENEZ

CERTIFICATE DESIGNATING CHANGE OF PLACE OF BUSINESS OF DOMICILE FOR SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in accordance with said Act.:

That CUBA RICO, INC is qualified to do business under the laws of the State of Florida, with its principal office at:

12 E 14 ST HIALEAH FL 33010

and has appointed

JOAQUIN JIMENEZ 12 E 14 ST HIALEAH FL 33010

as its agent to accept service of process within this State

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation at the place designated in the Certificate I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

JOAQUIN JIME