



P98000079244

EC BUSINESS NETWORK

7520 REPUBLIC DRIVE, ORLANDO, FLORIDA 32819

OFFICE: (407) 363-0167 FAX: (407) 363-1155



Orlando, September 4th, 1998

Florida Department of State
Division of Corp.
POBox 6327
Tallahassee, Florida, 32314

Dear Sir,

Please find enclosed a check for \$ 122.95 for the filing and

Certificate of Status and certified copies of: **INTERHOMES USA, INC.**

All correspondence should be sent to:

7520 Universal Blvd Suite 148
Orlando, Florida, 32819

500002634245--6
-09/08/98-01132-015
****122.95 ****122.95

If you need any additional information, I can be reached at

407 363-0154

Thank you for your cooperation,

Enio Carvalho
Enio Carvalho,
EC Business Network

FILED
98 SEP -8 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Dmc
9/14/98*

ARTICLES OF INCORPORATION

OF

INTERHOMES USA, INC.

FILED
98 SEP -8 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation shall be: INTERHOMES USA, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7520 Universal Blvd Suite 148
Orlando, Florida, 32819

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: .

100 Shares.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Paulo Bassinello Caram
10057 Honey Tree Court
Orlando, Florida, 32836

ARTICLE V - INCORPORATORS

The name and street address of the incorporators of these Articles of Incorporation are:

Ivania Maria Frizzarini Bassinello Caram
10057 Honey Tree Court
Orlando, Florida, 32836

Fabio Frizzarini Caram
10057 Honey Tree Court
Orlando, Florida, 32836

Andre Frizzarini Caram
10057 Honey Tree Court
Orlando, Florida, 32836

The incorporators Fabio Frizzarini Caram and Andre Frizzarini Caram, are minors and are represented by his father Paulo Bassinello Caram.

ARTICLE VI - PURPOSE AND DURATION

1- Consulting, General Agents and Representative Agents, Real Estate Investments and Development , and/or any legal activities allowed by the State of Florida.

2- The duration shall be perpetual.

The undersigned incorporators have executed these Articles of Incorporation this 04th day of September of 1998.

Ivania Maria Frizzarini Bassinello Caram

Fabio Frizzarini Caram

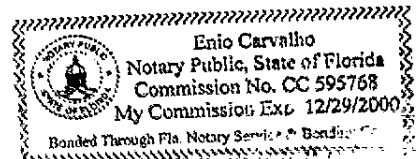
Andre Frizzarini Caram

STATE OF FLORIDA)
COUNTY OF ORANGE)

Subscribed and sworn before me, this 4th
day of Sep, 98, a Notary Public
in and for Orange County,
State of Florida

Enio Carvalho
(Signature)

NOTARY PUBLIC
My Commission expires 12/29, 2000



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/ REGISTERED OFFICE

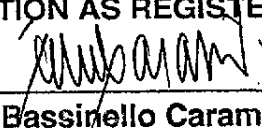
Pursant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- 1- The name of the Corporation is: INTERHOMES USA, INC.
- 2- The name and address of the registered agent and office is:

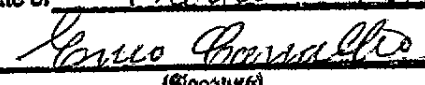
Paulo Bassinello Caram
10057 Honey Tree Court
Orlando, Florida, 32836
407 903-1693

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE 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.


Paulo Bassinello Caram

Date: September 4th, 1998

Subscribed and sworn before me, this 4th
day of Sept, 1998, a Notary Public
in and for Orange County,
State of Florida


(Signature)

NOTARY PUBLIC

My Commission expires 12/29, 2000

