

P98000080970

September 11, 1998

000002640510--0

-09/16/98--01018--005

***122.50 ***122.50

Division of Corporation
Department of State
State of Florida
George Firestone Blvd.
Tallahassee, Florida

RE: GALILEA CORP

Gentlemen:

Enclosed please find the Articles of Incorporation of the attached corporation for proper filing. Please return a certified copy in the enclosed self addressed stamped envelope at your earliest convenience. A check in the amount of \$122.50 is enclosed as payment of filing fees.

Sincerely,



Otmara C. Zuloaga
3350 S.W. 3rd Street
Miami, Florida 33135

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 16 AM 9:27

EFFECTIVE DATE

9-18-98

9-18
105

ARTICLES OF INCORPORATION

OF

GALILEA CORP.

ARTICLE I – NAME

The name of this corporation will be:

GALILEA CORP.

ARTICLE II – DURATION

The corporation shall have perpetual existence commencing on September 8, 1998.

ARTICLE III – PURPOSE

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

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 1000 shares of stock at \$1.00 par value, which shall be designated "Common Shares".

**ARTICLE V – INITIAL REGISTERED AGENT AND PRINCIPAL
OFFICE OF THE CORPORATION**

The name and street address of the initial registered agent of this corporation is:

Jose Luis Perez Jimenez
4405 NW 73 Ave. Suite 030.3028 Miami, Florida 33166 U.S.A.

The principal office of the corporation will be at:

4405 N.W. 73rd Ave., Suite 030.3028
Miami, Florida 33166

EFFECTIVE DATE
9-8-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 16 AM 9:21

ARTICLE VI – INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be increased or diminished from time to time by the By-laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

José Luis Pérez Jiménez
4405 N.W. 73rd Ave., Suite 030.3028
Miami, FL 33166

ARTICLE VII – BYLAWS

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE VIII – INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX – PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE X – INCORPORATOR


The name and address of the person signing these Articles is Mr. José Luis Pérez Jiménez, residing at:

4405 NW 73 Ave. Suite 030.3028 Miami, Florida 33166 U.S.A.

ARTICLE XI – AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHERE OF, the undersigned have executed these Articles of Incorporation this 8th day of September, 1998.




JOSE LUIS PEREZ J.

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HERE BY AGRESS TO ACT IN THIS CAPACITY AND FURTHER AGRESS TO COMPLY WITH THE PROVISIONS OF ALL STATES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 8th DAY OF SEPTEMBER, 1998.



José Luis Pérez J.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 16 AM 9:27