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FILED
98 DEC -7 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IDA C. OVIES
2307 DOUGLAS ROAD, STE 400
MIAMI, FLA 33145

3000002705223--9

December 2, 1998

-12/07/98-01158-007
****122.50 *****78.75

Secretary of State
Division of Corporations
409 East Gaines
Tallahassee, Fla 32399

Dear Sirs :

Enclosed find one original and a copy of the Articles of Incorporation of S.B.M. SERVICE, BUSINESS AND MARKETING CORP find enclosed a check made payable to the Secretary of State in the amount of \$122.50 which includes the statutory filing fee.

Your assistance in establishing the corporation to be known as S.B.M. SERVICE, BUSINESS AND MARKETING CORP is greatly appreciated.

Respectfully,

Ofelia R. Ovies

Ofelia R. Ovies
Incorporator

F. CHESSEB DEC 9 1998

ARTICLES OF INCORPORATION

OF

S.B.M. SERVICE, BUSINESS AND MARKETING CORP.

ARTICLE I - NAME

The name of the corporation is S.B.M. SERVICE, BUSINESS
MARKETING CORP.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting
any lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One
Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder 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
rata share thereof (as nearly as may be done without issuance of
fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this
Corporation is 2307 Douglas Road, Ste 400, Miami, Fla 33145.

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ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial registered agent for this corporation is Ida C. Ovies, at 2307 Douglas Road, Ste 400, Miami, FLA 33145.

ARTICLE VIII - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of this Corporation is:

2307 Douglas Road, Ste 400

MIAMI, FLA , 33145.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time, in accordance with the by-laws of the corporation, but shall never be less than one (1). The name and address of the initial directors of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Daniel Gustavo Musacchio	San Lorenzo 1825, Lanus Este Provincia de Buenos Aires Argentina
Hugo Oreste Belisario	Avenida Alsina 1580, Lomas de Zamora Provincia de Buenos Aires Argentina
Daniel Simon	Bouchard 1040, Lanus Este Provincia de Buenos Aires Argentina

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is :

Ofelia R. Ovies

2307 Douglas Road, Ste 400

Miami, Fla 33145

ARTICLE XI - BY-LAWS

The power to adopt , alter , amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE XII - INDEMNIFICATION

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

ARTICLE XIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation , or any amendment thereof , and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF , the undersigned subscriber has executed these Articles of Incorporation on this 2nd day of December, 1998.

Ofelia R. Ovies

Ofelia R. Ovies

STATE OF FLORIDA

COUNTY OF DADE

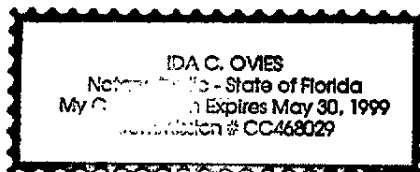
THE FOREGOING ARTICLES OF INCORPORATION were sworn to and acknowledged before me on this 2nd day of December, 1998 , by Ofelia R. Ovies.

Ida C. Ovies

Notary Public
State of Florida

Personally known to me
(or I.D. shown).

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THE STATE , NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

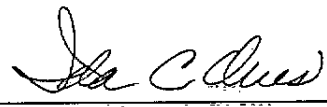
In pursuance of Chapter 48.091 , Florida Statutes , the following
is submitted in compliance with said Act: -----

S.B.M. SERVICE, BUSINESS AND MARKETING CORP. dully organized under
the laws of the State of Florida , with its principal offices as
indicated in the Articles of Incorporation has named Ida C. Ovies
at 2307 Douglas Road, Ste 400, Miami, Fla. 33145 its agent to
accept service of process within the State.

ACKNOWLEDGEMENT

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

By: _____


Ida C. Ovies

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