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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

ILHA GROUP CORP.

Certificate of Status	0
Certified Copy	1
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12/17/98
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ARTICLES OF INCORPORATION
OF

ILHA GROUP CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ILHA GROUP CORP.

The principal place of business of this corporation shall be:

245 SE 1 St., Suite 300 Miami, FL 33131

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1000 Shares at \$1.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Lucio Antonio Lacerda
245 SE 1 St., Suite 300
Miami, FL 33131

Prepared By: Michael I. Santucci, Esq.
FBN #0105160
5201 NW 74th Ave.
Miami, FL 33166
Tel: 1-800-714-6191

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

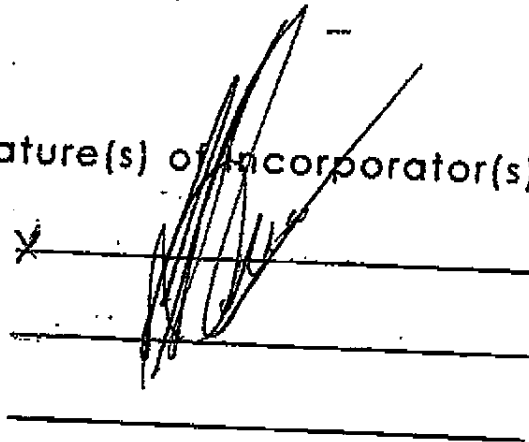
LUCIO ANTONIO LACERDA

555 n.e. 15th # 27 G

MIAMI FLA. 33132

IN WITNESS WHEREOF, the undersigned incorporator(s)
has (have) executed these Articles of Incorporation
this, 15 day of december 1998

Signature(s) of incorporator(s)



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

ILHA GROUP CORP.

2. The name and address of the registered agent and office is:

LUCIO ANTONIO LACERDA , 555 N.E. 15 ST. # 27 G

(P.O. BOX NOT ACCEPTABLE)

MIAMI FLA. 33132

(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

SIGNATURE X

TITLE Director

DATE 12/15/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE X

DATE 12/15/98