

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Consultores Centroamericanos,
S.A.

000002758690--A

-01/29/99--01058--004

***172.50 ***128.75

Signature

Requested by:

Name

Date _____

Time

Walk-In

Will Pick Up

Art of Inc. File _____

LTD Partnership File_____

Foreign Corp. File _____

L.C. File_____

Fictitious Name File_____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation_____

Dissolution / Withdrawal

Annual Report / Reinstatement_____

Cert. Copy_____

Photo Copy_____

Certificate of Good Standing_____

Certificate of Status

Certificate of Fictitious Name

Corp Record Search_____

Officer Sentsch _____

Fictitious Search

Fictitious Owner Search

Vehicle Search_____

Driving Record _____

UCC 1 or 3 File_____

UCC II Search_____

UCC 11 Retrieval_____

Courier_____

STED

DECLASSIFICATION

2014-29 311:42

0-2-227 1996



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 29, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: CONSULTORES CENTROAMERICANOS, S.A.
Ref. Number: W99000002373

We have received your document for CONSULTORES CENTROAMERICANOS, S.A. and your check(s) totaling \$172.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

In addition to the Certificate of Domestication, Articles of Incorporation compliant with Florida Statute 607 must be submitted in order for the domestication to be filed. Please retain the laminated certificates for your own records and do not resubmit them as they will not be put on file with the Department of State.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 299A00004126

Florida Department of State, Sandra B. Mortham, Secretary of State

CERTIFICATE OF DOMESTICATION

The undersigned, MIGUEL MORAGA, VICE PRESIDENT,
(Name) (Title)

of CONSULTORES CENTROAMERICANOS, S.A. a foreign Corporation,
(Corporation Name)

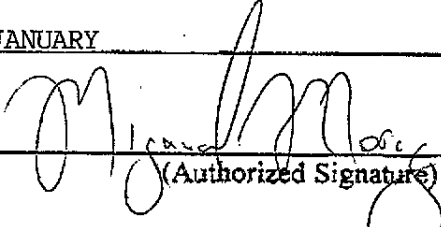
in accordance with Florida Statutes, section 607.1801 does hereby certify:

1. The date on which corporation was first formed was SEPTEMBER 29, 1997
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was PANAMA
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was CONSULTORES CENTROAMERICANOS S.A.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is CONSULTORES CENTROAMERICANOS, S.A.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was

COMOSA BUILDING, 2ND FLOOR, INTERNATIONAL BANKING CENTER, PATILLA, REPUBLIC OF PANAMA

I am VICE PRESIDENT, of CONSULTORES CENTROAMERICANOS, S.A.

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 28 day of JANUARY 1999


(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$122.50
Total to domesticate and file	\$172.50

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: NONE

Address: _____

Director _____

~~Vice Chairman~~ ISMAEL GERLI

Address: CAMOSA BUILDING, 2ND FLOOR
PATILLA, REPUBLIC OF PANAMA

Director: JUAN CARLOS BRIN

Address: CAMOSA BUILDING, 2ND FLOOR
PATILLA, REPUBLIC OF PANAMA

Director: JORGE LUIS FIERRO

Address: CAMOSA BUILDING, 2ND FLOOR
PATILLA, REPUBLIC OF PANAMA

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: ISMAEL GERLI

Address: CAMOSA BUILDING, 2ND FLOOR
PATILLA, REPUBLIC OF PANAMA

Vice President: MIGUEL MORAGA

Address: 2252 SW 94 Avenue
Miami, FL 33172

Secretary: JUAN CARLOS BRIN

Address: CAMOSA BUILDING, 2ND FLOOR
PATILLA, REPUBLIC OF PANAMA

Treasurer: JORGE LUIS FIERRO

Address: CAMOSA BUILDING, 2ND FLOOR
PATILLA, REPUBLIC OF PANAMA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Miguel Moraga
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MIGUEL MORAGA, V.P.
(Typed or printed name and capacity of person signing application)

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CONSULTORES CENTROAMERICANOS, S.A.

ARTICLE II PRINCIPAL OFFICE

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

2252 NW 94 Avenue, Miami, FL 33172

ARTICLE III SHARES

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

One Hundred (100) shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

BERLIT CORPORATE SERVICES, INC.

848 Brickell Avenue, Suite 200, Miami, FL 33131

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

David R. Berley, Esq.

848 Brickell Avenue, Suite # 200

Miami, FL 33131


Signature/Incorporator

1-24-99
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated 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.


Signature/Registered Agent

1/24/99
Date

Berlit Corporate Services, Inc.