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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 108327 7116751

AUTHORIZATION :

*Patricia Piguet*

COST LIMIT : \$ 70.00

ORDER DATE : January 21, 1999

ORDER TIME : 2:53 PM

ORDER NO. : 108327-005

100002764241--1

CUSTOMER NO: 7116751

CUSTOMER: Mr. Heinz Pfuner  
MR. HEINZ PFUNER  
MR. HEINZ PFUNER  
Suite D & E  
1305 Homestead Road  
Lehigh Acres, FL 33936

DOMESTIC FILING

NAME: VENTO INTERNATIONAL GROUP,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -3 AM 10:07

RECEIVED  
99 FEB -3 PM 4:43  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -3 AM 10:08

ARTICLES OF INCORPORATION  
OF

VENTO INTERNATIONAL GROUP, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

VENTO INTERNATIONAL GROUP, INC.

The address of the principal office of this corporation shall be 1305 Homestead Road, Suites D & E, Lehigh Acres, Florida 33936, and the mailing address for the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1305 Homesread Road, Suites D & E, Lehigh Acres, Florida 33936, and the name of the initial registered agent of the corporation at that address is Heinz S. Pfuner.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Heinz S. Pfuner	1305 Homestead Road, Suites D & E, Lehigh Acres, Florida 33936
Andrea Geyer	406 Jefferson Avenue, Lehigh Acres, Florida 33972

ARTICLE VII. INCORPORATOR

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

The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on February 3, 1999.

Deborah D. Skipper  
Deborah D. Skipper, Incorporator

CKS

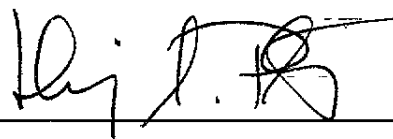
FILED  
SECRETARY OF STATE  
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99 FEB -3 AM 10:08

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

Heinz S. Pfuner, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

VENTO INTERNATIONAL GROUP, INC.

Heinz S. Pfuner is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:   
Typed Name: Heinz S. Pfuner