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*The Law Offices Of Carroll L. Payne  
and Javier Guadayol*

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Miami, Florida 33143  
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FILED  
99 FEB -8 AM 11:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 8, 1999

DIVISION OF CORPORATIONS  
Post Office Box 6327  
Tallahassee, FL 32314

Re: MONTO CONSULTING, INC.

Dear Sir or Madam:

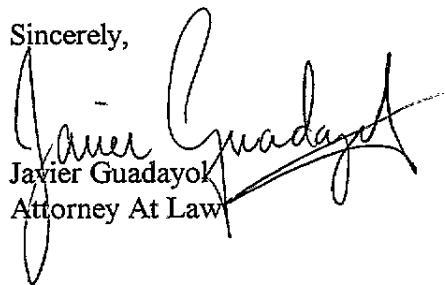
Enclosed herewith please find the Articles of Incorporation for MONTO CONSULTING, INC. Inc. along with a check in the amount of \$78.75 representing the administrative costs in connection with the filing of said corporation...

Please proceed to file said Articles of Incorporation and to return to us a certificate as evidence of the filing.

Please do not hesitate to contact our office at the number shown on this letterhead if you have any questions or if we may be of any assistance to you.

Thank you.

Sincerely,

  
Javier Guadayol  
Attorney At Law

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ARTICLES OF INCORPORATION

OF

MONTO CONSULTING, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MONTO CONSULTING, INC.

The principal place of business of this corporation shall be , and the mailing address shall be 2055 S.W. 122 Avenue # 509, Miami, Florida 33175.

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 number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2055 S.W. 122 Avenue, # 509, Miami, Florida 33175, and the name of the initial registered agent of the corporation at that address is Jennifer L. Perez.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

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ARTICLE VIII. OFFICERS

The names and addresses of the initial officers and directors of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are elected or appointed are:

JENNIFER L. PEREZ  
PRESIDENT, SECRETARY,  
TREASURER, DIRECTOR

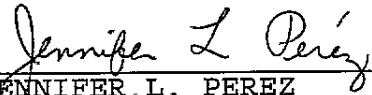
2055 S.W. 122 Avenue  
# 509  
Miami, Florida 33175

ARTICLE IX. INCORPORATOR

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

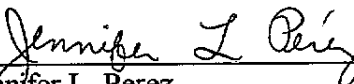
Mrs. Jennifer L. Perez  
2055 S.W. 122 Avenue  
# 509  
Miami, Florida 33175

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand on this 6<sup>th</sup> day of February, 1999.

  
JENNIFER L. PEREZ

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

JENNIFER L. PEREZ having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent according to Florida Statutes.

  
Jennifer L. Perez

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