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LAW & BUSINESS CENTER
6700 1/2 Stirling Rd.
Hollywood, Fl. 33024
(954) 894-8904

April 23, 1999

Department of State
Division of Corporations
P. O. 6327
Tallahassee, Fl. 32314

400002851664--5
-04/26/99--01085--016
*****78.75 *****78.75

Re: Ferba International, Inc.

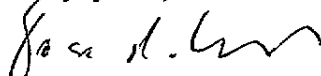
Dear Sirs:

Enclosed please find two original Articles of Incorporation and two original Certificate of Designation of Registered Agent.

Kindly file and forward a filed copy to Law & Business Center, 6700 1/2 Stirling Rd., Hollywood, Florida 33024.

I am enclosing a money order in the amount of \$78.75 to cover your fee.

Truly yours,



Jose F. Carreto
enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 26 PM 4:23

U.S. DEPT. OF STATE
APR 26 1999

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the Corporation shall be:

FERBA INTERNATIONAL, INC.

ARTICLE II PRINCIPAL OFFICE

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

*3331 N. Hills Drive
Hollywood, Fl 33021*

ARTICLE III SHARES

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

1000 shares no par value

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ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

*Luis A. Fernandez
3331 N. Hills Drive
Hollywood, Fl 33021*

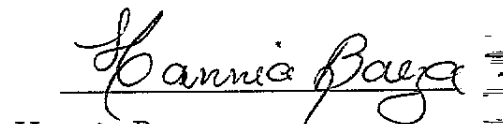
ARTICLE V INCORPORATORS

The name and address(es) of the incorporator(s) to these Articles of Incorporation are:

<i>Luis A. Fernandez</i>	<i>Hannia Baeza</i>
<i>3331 N. Hills Drive</i>	<i>3331 N. Hills Drive</i>
<i>Hollywood, Fl 33021</i>	<i>Hollywood, Fl 33021</i>

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 23rd day of April, 1999.


Luis A. Fernandez


Hannia Baeza

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

*PURSUANT TO THE PROVISIONS OF SECTION 607.0501 , 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*

The name of the Corporation is :

FERBA INTERNATIONAL, INC.

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

Luis A. Fernandez

3331 N. Hills Drive

Hollywood, Fl 33021

*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*


Luis A. Fernandez

Date 04/23/99