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LANZA & BUGAY, P.A.
CitiCentre - 3rd Floor, Suite P-600
290 N.W. 165th Street
Miami, Florida 33169
(305) 956-9040

SCOTT R. BUGAY
(Member Florida
and Illinois Bars)

CHRISTOPHER F. LANZA
(Member Massachusetts
and Florida Bars)

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131.25 **37.50

April 15, 1999

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

RE: Articles of Incorporation
Consortio De Unificacion, Inc.

Dear Sir/Madam:

Enclosed please find an original and three copies of the Articles of Incorporation for the above-named corporation. Also enclosed is a check in the amount of \$131.25 for the filing fee, certified copy and certificate.

Please send me a certified copy of the Articles for which a self addressed stamped envelope is enclosed.

Thank you for your attention to this matter. If there are any questions, please feel free to contact me at (305) 655-2325.

Very truly yours,

Scott R. Bugay
Scott R. Bugay, Esquire

SRB:ms:

W-9261
TS

99 APR 30 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 19, 1999

LANZA & BUGAY, P.A.
CITICENTRE - 3RD FLOOR, STE. P-600
290 N.W. 165TH ST.
MIAMI, FL 33169

SUBJECT: CONSORCIO DE UNIFICACION, INC.
Ref. Number: W99000009261

We have received your document for CONSORCIO DE UNIFICACION, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide an English translation for the entity's name in your cover letter.

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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 899A00020204

LAW OFFICES OF
LANZA & BUGAY
A PROFESSIONAL ASSOCIATION
CITICENTRE, SUITE P-600
290 NORTHWEST 165TH STREET
MIAMI, FLORIDA 33169

SCOTT R. BUGAY*
CHRISTOPHER F. LANZA**

*ALSO ADMITTED IN ILLINOIS
**ALSO ADMITTED IN MASSACHUSETTS

DADE: (305) 956-9040
BROWARD: (954) 767-3399
FACSIMILE: (305) 956-9014
E-MAIL: LanzaBugay@aol.com

April 26, 1999

Attn: Ms. Tracy Smith
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation
Consortio De Unificacion, Inc.
Consortium for the Unification, Inc.

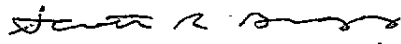
Dear Ms. Smith:

Enclosed please find a copy of your letter dated April 19, 1999. The English translation for Consortio De Unificacion, Inc. is Consortium for the Unification, Inc.

Also enclosed is the original and copy of the Articles. I have previously enclosed a check in the amount of \$131.25 for the filing fee, certified copy and certificate and a self addressed stamped envelope.

Thank you for your attention to this matter. If there are any questions, please feel free to contact me at (305) 655-2325.

Very truly yours,
LANZA & BUGAY, P.A.


Scott R. Bugay, Esquire
For the firm.

SRB:ms:

ARTICLES OF INCORPORATION
OF
CONSORCIO DE UNIFICACION, INC.

FILED
99 APR 30 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation and its principal place of business shall be: Consorcio De Unificacion, Inc. 527 N.E. 210th Terrace, North Miami Beach, Florida 33179-1859.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and this State.

ARTICLE III

1. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 100,000 shares of common stock having \$1.00 par value.

2. The capital stock may be paid for with property, labor or services, at a just valuation to be fixed by the incorporators, or by the directors at a meeting called for such purpose or at the organization meeting.

3. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services, to be fixed by the directors of the company. Stock in other corporations or going business may be purchased by the corporation in return for the issuance of its capital stock and said purchase shall be on such basis and for

such consideration and the issuance of so much of the capital stock as the Directors of the company may decide.

ARTICLE IV

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE V

The existence of the corporation is perpetual.

ARTICLE VI

The name and street address of the initial registered agent of this corporation is: HEYNARD L. PAZ-CHOW, 527 N.E. 210th Terrace, North Miami Beach, Florida 33179-1859.

ARTICLE VII

The business of the corporation shall be managed by a Board of Directors consisting of not less than one nor more than nine persons.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors who, unless provided by the Articles of Incorporation, or by the By-Laws, shall hold office for the first year of the existence of the corporation, or until their successors are elected or appointed and have qualified, are as follows:

Heynard L. Paz-Chow
527 N.E. 210th Terrace, North Miami Beach, Florida 33179-1859.

Julia M. Chow
527 N.E. 210th Terrace, North Miami Beach, Florida 33179-1859.

Kevin D. Dennis
2100 Brickell Avenue #402, Miami, Florida 33129

Angelo Frau
7001 S.W. 109th Court, Miami, Florida 33173

Yamileth Frau
7001 S.W. 109th Court, Miami, Florida 33173

ARTICLE IX

The names and street addresses of the parties signing the Articles of Incorporation as subscribers are:

Heynard L. Paz-Chow
527 N.E. 210th Terrace, North Miami Beach, Florida 33179-1859.

ARTICLE X

The Board of Directors shall be elected at the annual meeting of the shareholders of the corporation by a majority vote of those shareholders attending said meeting in person or by proxy.

ARTICLE XI

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII

The initial issue of stock shall be as follows:

| | |
|---------------------|--------|
| Julia M. Chow | 45,000 |
| Heynard L. Paz-Chow | 45,000 |
| Kevin D. Dennis | 5,000 |
| Angelo Frau | 2,500 |
| Yamileth Frau | 2,500 |

99 APR 30 AM 10:20
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 9th day of April, 1999.


 _____ (SEAL)
 Heynard L. Paz-Chow

ACKNOWLEDGEMENT:

Having been named initial Registered Agent for the above stated corporation, at the initial registered office designated, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping said office open.



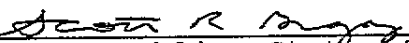
 Heynard L. Paz-Chow, Registered Agent

STATE OF FLORIDA]

COUNTY OF DADE] ss:

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County aforesaid, personally appeared HEYNARD L. PAZ-CHOW, personally known to me to be the person who executed the foregoing Articles of Incorporation, or who produced N/A as identification, and who acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 9th day of April, 1999.



 Notary Public, State of Florida
 My Commission Expires:



SCOTT R. BUGAY
 COMMISSION # CC 468468
 EXPIRES MAY 31, 1999
 BONDED THRU
 ATLANTIC BONDING CO., INC.