

P99000050145

CAPITAL CONNECTION, INC.

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

Cyber Miami, Inc

000002894090--6

-06/03/99--01066--005

*****70.00 *****70.00

✓
____ 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 Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 JUN -3 PM 2:25

FILED

RECEIVED

1999 JUN -3 PM 12:01

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

6/3 10:30

JUN - 3 1999



FILED

1999 JUN -3 PM 2: 25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 1, 1999

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

Re: Cyber Miami, Inc.

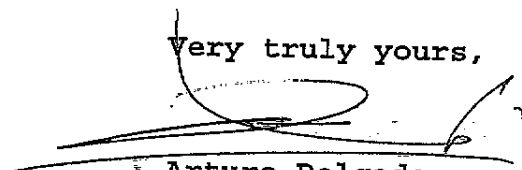
Ladies and Gentlemen:

As Manager and a Member of Cyber Miami, L.L.C., a Florida limited liability Company (Document No. L98000000325), I hereby consent to the formation of a new corporation called Cyber Miami, Inc., the Articles of Incorporation of which are being submitted with this letter.

In addition, as President and Director of Cyber Miami, Inc. a Florida corporation which was administratively dissolved on October 16, 1998, I hereby consent to the formation of a new corporation under that name and I confirm that I have no intention of re-instating the original corporation called Cyber Miami, Inc. (Document No. P97000012489).

Thank you very much for your assistance.

Very truly yours,



Arturo Delgado

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

CYBER MIAMI, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation:

1. The name of the Corporation is:

CYBER MIAMI, INC.

2. The address of the principal office of the Corporation and the mailing address of the Corporation is as follows:

601 Brickell Key Drive
Suite 404
Miami, Florida 33131

3. The number of shares which the Corporation is authorized to issue is one hundred thousand (100,000) shares of common stock, with a par value of one cent (\$0.01) each.

4. The street address of the Corporation's initial registered office is 501 Brickell Key Drive, Suite 300, Miami, Florida 33131, and the name of its initial registered agent at that office is J. Bruce Irving.

5. The names and addresses of the individuals who are to serve as the initial directors of the Corporation are:

Arturo Delgado Pastorino
601 Brickell Key Drive
Suite 404
Miami, Florida 33131

Alejandro Harrison Ibarra
601 Brickell Key Drive
Suite 404
Miami, Florida 33131


Rodolfo Luisis
601 Brickell Key Drive
Suite 404
Miami, Florida 33131

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TALLAHASSEE, FLORIDA

6. The name and address of the incorporator is:

J. Bruce Irving
501 Brickell Key Drive
Suite 300
Miami, Florida 33131

Dated: June 1, 1999


J. Bruce Irving

The undersigned, J. Bruce Irving, having been designated to act as registered agent of CYBER MIAMI, INC. hereby agrees to act in that capacity.


J. Bruce Irving