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OVERSEAS UNLIMITED, CORP.

C/O: Jorge E. Oyarce
199 S.W. 12th Avenue, Suite 11
Miami, Florida 330130-1056
Tel. (305) 324-4949 * Fax (305) 324-4959

July 7, 1999

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

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-07/12/99--01134--015
*****78.75 *****78.75

RE: OVERSEAS UNLIMITED, CORP.
Articles of Incorporation

Dear Sir/Madam:

Enclosed please find the following documents in connection with the above-referenced Corporation:

1. Original and copy of Articles of Incorporation of Overseas Unlimited, Corp.
2. Certificate of Designation of Registered Agent and Registered Office.
3. Filing fees in the amount of \$78.75, check No.1751, covering Articles of Incorporation and Certificate of Status.

Please file these accordingly, and return a stamped copy of these documents to Overseas Unlimited, Corp., at the above address, in the pre-stamped envelope provided. Thank you for your prompt attention to this matter.

Cordially,

OVERSEAS UNLIMITED, CORP.

JORGE E. OYARCE

FILED
99 JUL 12 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION
OF
OVERSEAS UNLIMITED, CORP.

FILED
99 JUL 12 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

OVERSEAS UNLIMITED, CORP.

The address of the principal office of this corporation shall be: 9187 Fontainebleau Blvd., Suite 11, Miami, Fl.33172 and the mailing address of 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 100 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 9187 Fontainebleau Blvd., Suite 11, Miami, Fl 33172, and the name of the initial registered agent of the corporation at that address is Esteban Puigjane.

ARTICLE V
TERM OF EXISTENCE

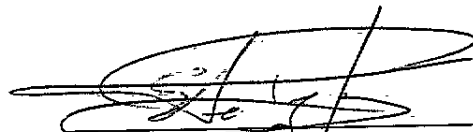
This corporation is to exist perpetually.

ARTICLE VI
INCORPORATOR

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

ESTYEBAN PUIGJANE
9187 Fontaine Blvd.
Suite 11
Miami, Florida 33172

IN WITNESS WHEREOF, The undersigned to these articles of Incorporation has hereunto set their hand and seal on this 7th day of July, 1999.


It's Incorporator, Esteban Puigjane

FILED

99 JUL 12 AM 11:08

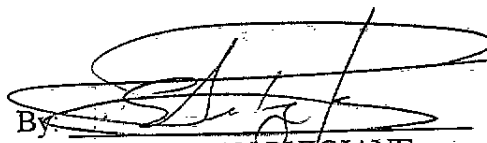
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

ESTEBAN PUIGJANE, 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:

OVERSEAS UNLIMITED, CORP. _____ is

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

By 
ESTEBAN PUIGJANE

ASSIGNMENT BY THE SOLE INCORPORATOR
OF THE ARTICLES OF INCORPORATION OF

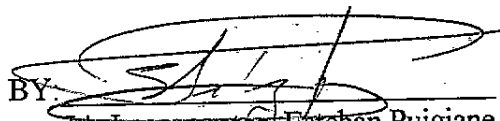
OVERSEAS UNLIMITED, CORP.

Esteban Puigjane sole Incorporator, for value received hereby assigns any and all rights it may have as such incorporator to the following:

Dated: July 7, 1999

ESTEBAN PUIGJANE

BY:


It's Incorporator, Esteban Puigjane