

P99000072847

LETTER OF INTENTION
TO FILE
ARTICLES OF INCORPORATION

June 30, 1999

Department of State
Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
99 AUG 12 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

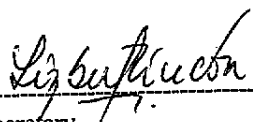
600002926656--0
-07/08/99--01087--001
*****78.75 *****78.75

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of RCL LATIN AMERICA, INC.

Also enclosed find a check made payable to the Secretary of State in the amount of \$ 78.75 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as RCL LATIN AMERICA, INC. is appreciated.

Respectfully,


Secretary

ARTICLE OF INCORPORATION

Original

W99000016300
02589



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 26, 1999

LIZBEL RINCON
3117 NW 100TH PLACE
MIAMI, FL 33172

SUBJECT: RCL LATIN AMERICA, INC.
Ref. Number: W99000016300

We have received your document for RCL LATIN AMERICA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 899A00038046

**RCL LATIN AMERICA, INC.
3117 NW 100TH PLACE
MIAMI, FL. 33172**

August 09, 1999

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

SUBJECT: RCL LATIN AMERICA, INC.
Ref. Number: W99000016300

I received your letter as of July 26, 1999 with the corrected document. The next is the address and the telephone number where you can reach me:

Address: 3117 NW 100th Place
Miami, Fl.. 33172

Telephone: 305-593-1136
305-401-7420


Lizbell Rincon

ARTICLE OF INCORPORATION
OF
RCL LATIN AMERICA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is: RCL LATIN AMERICA, INC.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 1000 of the par value of dollars (\$ 1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$ 1000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial principal office is 3117 NW 100th Place, Miami, Florida 33172 and the name of its initial registered is: Lorena Cumare whose address is 3255 NW 87th Avenue Miami, Florida 33172. The principal address and mailing address is 3117 NW 100th Place, Miami, Florida 33172.

ARTICLE SEVEN

The number of directors constituting the initial board of directors are three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name

Ming Bao Chung

Lucio Lam

Lizbell Rincon

Mailing address

3117 NW 100th Place, Miami, FL 33172

8360 NW 168th Street, Miami, FL 33016

3117 NW 100th Place, Miami, FL 33172

ARTICLE EIGHT

Original

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

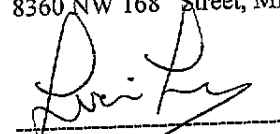
Name: Ming Bao Chung
Mailing address: 3117 NW 100th Place, Miami FL 33172

Signature: _____


Incorporator

Name: Lucio Lam
Mailing address: 8360 NW 168th Street, Miami FL 33016

Signature: _____


Incorporator

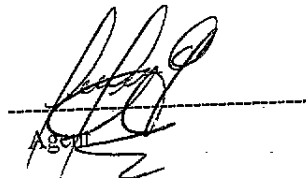
Name: Lizbell Rincon
Mailing address: 3117 NW 100th Place, Miami FL 33172

Signature: _____


Incorporator

Name: Lorena Cumare
Mailing address: 3255 NW 87th Avenue, Miami FL 33172

Signature: _____


Agent

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.

August 9, 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

SUBJECT: RCL LATIN AMERICA, INC.
Ref. Number : W99000016300

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.


Lorena Camare
Registered Agent