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GLENN G. KOLK
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October 14, 1999

FLORIDA SECRETARY OF STATE
Division of Corporations
P. O. Box 6327, Tallahassee, FL 32314

300003016833--7
-10/18/99--01080--017
*****70.00 *****70.00

Re: Articles of Incorporation -- New Corporation

Dear Madam:

Please file the enclosed Articles of Incorporation for the above corporation which includes an Appointment of Registered Agent. My check for the \$70 to cover the two \$35 filing fees is enclosed.

An extra copy of the Articles of Incorporation is provided to be "file" stamped and returned.

Should there be any problem or question, please call the undersigned.

Thank you for your attention to this matter.

Very truly yours,


Glenn G. Kolk

Encl. Check for \$70.00 - Articles of Incorporation (original plus one copy)

FILED
99 OCT 18 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TC 10/21/99

ARTICLES OF INCORPORATION
of
OVERSEAS TECHNICAL SERVICES, INC.

FILED
99 OCT 18 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article One - Name

The name of this corporation is OVERSEAS TECHNICAL SERVICES,

Article Two - Duration

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

Article Three - Purpose

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida and anywhere else in the world it may conduct business, and it may qualify and engage in such business or businesses anywhere in the world where it may be legal to do so.

Article Four - Capital Stock

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

Article Five - Initial Registered Agent and Principal Office Address

The name and street address of the initial registered agent of this corporation is Alfredo Mangachi, 3050 Biscayne Boulevard, Suite 202, Miami, Florida 33137. The principal office address of this corporation is 3050 Biscayne Boulevard, Suite 202, Miami, Florida 33137.

Article Six - Initial Board of Directors

This Corporation shall have not more than three (3) directors. The number of directors may be increased or diminished from time to time only by a vote of the shareholders and vacancies in the Board of Directors shall only be filled by the shareholders.

The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Alfredo Mangachi, <i>and</i> Massino Canepa	Both at: 3050 Biscayne Boulevard, Suite 202 Miami, Florida 33137

Article Seven - By-Laws

The By-Laws of this corporation may be adopted, altered, amended or repealed only by the shareholders.

Article Eight - Indemnification

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

Article Nine - Incorporator

The name and address of the person signing these Articles is
Glenn G. Kolk, 520 Brickell Key Drive, Suite 1606, Miami, Florida 33131.

Article Ten - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

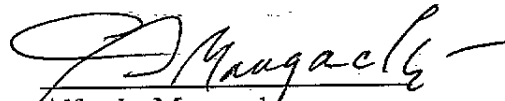
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of October, 1999.


Glenn G. Kolk

Acceptance of Registered Agent

Having been named to accept service of process for the above corporation at the place designated in Article Five of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of the duties of a registered agent.

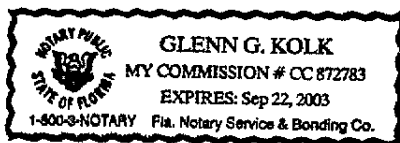
Dated this 12th day of October, 1999.

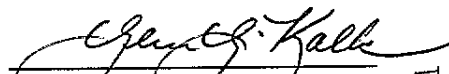

Alfredo Mangachi

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared ALFREDO MANGACHI who is personally known to me, and who after first being duly sworn by me acknowledged his signature of the Articles of Incorporation as Incorporator and his acceptance of the appointment by the above corporation as its registered agent.

This certificate is dated October 12, 1999.




Glenn G. Kolk, Notary Public

FILED
99 OCT 18 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA