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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

orinoco trading company

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ARTICLES OF INCORPORATION
OF
ORINOCO TRADING COMPANY

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ARTICLE I

The name of this corporation is ORINOCO TRADING COMPANY.

ARTICLE II

The term for which this corporation shall exist shall be perpetual.

ARTICLE III

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

All business permitted by the Florida Statutes, including, but not limited to the following:

To provide financing to individuals and entities.

To provide mortgages and loans on real and personal property.

To purchase, acquire, hold, improve, sell, convey, assign, lease, mortgage, encumber, hire and deal in real and personal property of every name and nature.

To own, lease, rent, operate and manage hotels, apartment houses, restaurants, taverns, bars, drug stores, barber shops, garages for motor vehicles, manufacturing plants, distribution and assembly plants, laundry and dry cleaning services, newsstands, dance halls, theaters and other places of public entertainment.

Prepared by: Cristina De Oliveira, Esq.
2701 Le Jeune Road, Suite 345
Coral Gables, FL 33134
(305) 444-9012
Florida Bar #307157



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To own, lease, use, experiment in, buy, sell, and develop patents and patent rights of all kinds and for items, objects, products, mechanisms, and goods of all kinds and nature, and to deal in, manufacture, distribute and sell and buy, such patents and patent rights and such other items, objects, products, mechanisms and goods, and to enter into contracts for the purchase, sale, disposition and traffic in same, both as principal and as agent.

To buy, sell, trade, manufacture, assemble, and deal in and with goods, wares and merchandise of every kind and nature; to carry on such business as wholesaler, retailer, importer, and exporter, to acquire all such merchandise, supplies, materials and other articles as shall be necessary or incidental to such business.

ARTICLE IV

The corporation is authorized to issue 100 shares of \$1.00 per value common stock, which shares shall be designated "Common Stock".

ARTICLE V

The Board of Directors shall have the power to adopt, alter, amend or repeal the Bylaws of the corporation.

ARTICLE VI

The principal place of business of this corporation shall be: 4405 N.W. 73rd Ave. Ste. 30-849, Miami, Fl. 33166.

The name of the initial registered agent of this corporation is: Klaus Marschik.

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The address of the initial registered agent is: 1044 N.E. 8th Ave. Apt. 7, Ft. Lauderdale, Fl. 33304.

ARTICLE VII

This corporation shall initially have as directors those persons who are designated below in this Article. The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one (1) nor more than five (5). The names and addresses of the initial directors of this corporation are:

Antonio Bianchi	4405 N.W. 73rd Avenue Ste 30-849 Miami, Fl. 33166
Eduardo Penate	Same

ARTICLE VIII

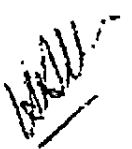
The names and addresses of the officers who are to conduct the business of this corporation until those elected at the first election are as follows:

President	Antonio Bianchi 4405 N.W. 73rd Ave. Ste 30-849 Miami, Fl. 33166
Secretary	Eduardo Penate same
Treasurer	Carollna Ferrero same

ARTICLE IX

The name and address of the person signing these Articles is: Klaus Marschik,
1044 N.E. 8th Ave. Apt. 7, Ft. Lauderdale, Fl. 33304.

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ARTICLE X

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act.

ARTICLE XII

Members of the Board of Directors may participate in meetings of the Board of Directors by means of telephone conference as provided by law.

ARTICLE XIII

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

ARTICLE XIV

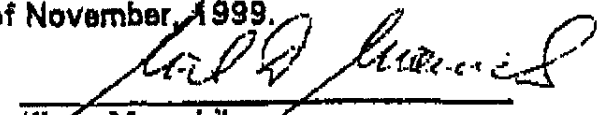
The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder.

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Handwritten signature

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this Third day of November, 1999.


Klaus Marschik

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 3 day of November, 1999 by Klaus Marschik who is personally known to me or who has produced Driver's License (type of identification) as identification and who did (did not) take an oath.



Notary Public, State of Florida

My commission expires:

 PAMELA MASTENBAUM
COMMISSION # CC 649195
EXPIRES MAY 20, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC.

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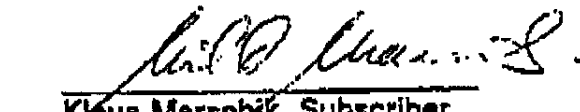
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Fla. Stats., the following is submitted:

ORINOCO TRADING COMPANY desiring to designate its Resident Agent in accordance with the laws of the State of Florida and with its principal place of business located 4405 N.W. 73rd Ave. Ste. 30-849, Miami, Florida 33168 has designated Klaus Marschik with offices located at 1044 N.E. 8th Ave. #7, Ft. Lauderdale, Florida, 33304 as its agent to accept service of process within the State of Florida.


Signature:


Klaus Marschik, Subscriber
Dated 11/03/99

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Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the order and complete performance of my duties.

Signature:


Klaus Marschik
Registered Agent
Dated 11/03/99

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