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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

CAPITAL INTERNATIONAL INVESTMENTS & CONSULTANTS, INC

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11-12-99

ARTICLES OF INCORPORATION

OF

CAPITAL INTERNATIONAL INVESTMENTS & CONSULTANTS, INC.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATE ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I: NAME

THE NAME OF THE CORPORATION SHALL BE:

CAPITAL INTERNATIONAL INVESTMENTS & CONSULTANTS INC.

ARTICLE II: NATURE OF THE BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, AND ANY OTHER STATE, COUNTRY, TERRITORY OR NATION. THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

ALHAMBRA INTERNATIONAL CENTRE
255 ALHAMBRA CIRCLE
SUITE 720
CORAL GABLES, FLORIDA 33134

ARTICLE III: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO ISSUED AND HAVE OUTSTANDING AT ANY ONE TIME IS: 100,000 SHARES OF COMMON STOCK, PAR VALUE \$1.00 PER SHARE.

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

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ARTICLE V: OFFICERS AND DIRECTORS

THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICER AND DIRECTOR, WHO SHALL HOLD OFFICE THE FIRST DAY OF THE CORPORATION EXISTENCE UNTIL THEIR SUCCESSORS ARE ELECTED ARE:

PRESIDENT & SECRETARY:

ALFREDO ESPINOZA
255 ALHAMBRA CIRCLE, SUITE 720
CORAL GABLES, FLORIDA 33134

VICE-PRESIDENT:

ALFREDO ESPINOZA ARUJO
255 ALHAMBRA CIRCLE, SUITE 720
CORAL GABLES, FLORIDA 33134

VICE-PRESIDENT:

FLOR MARINA OROPEZA
255 ALHAMBRA CIRCLE, SUITE 720
CORAL GABLES, FLORIDA 33134

TREASURER:

LINDA ARACELYS OROPEZA
255 ALHAMBRA CIRCLE, SUITE 720
CORAL GABLES, FLORIDA 33134

ARTICLE VI: INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION.

ALFREDO ESPINOZA
255 ALHAMBRA CIRCLE, SUITE 720
CORAL GABLES, FLORIDA 33134

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS NOVEMBER 8, 1999.

SIGNATURE OF INCORPORATOR



ALFREDO ESPINOZA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

CAPITAL INTERNATIONAL INVESTMENTS & CONSULTANTS, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

GUILLERMO ANDRADE, CPA
ANDRADE, HERNANDEZ & COMPANY
255 ALHAMBRA CIRCLE
SUITE 720
CORAL GABLES, FLORIDA 33134


ALFREDO ESPINOZA

DATE: NOVEMBER 8, 1999

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN
THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AND
AGREED TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE
OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


GUILLERMO ANDRADE, CPA

DATE: NOVEMBER 8, 1999