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Miami, Florida 33131-2310

Telephone: (305) 373-1995

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November 22, 1999

Secretary of State  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Sir/ Madam:

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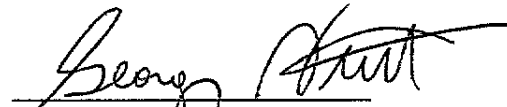
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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed please find Articles of Dissolution of Raboni Publishing House Corporation. Enclosed also please find substitute Articles of Incorporation of Raboni Publishing House Corporation reflecting new incorporator.

Kindly process the Articles of Dissolution of Raboni Publishing House Corporation and then process the new Articles of Incorporation of Raboni Publishing House Corporation and send a copy to this office. We have enclosed our firm's checks for \$ 35.00 and \$ 70.00 as filing fee for the dissolution and incorporation respectively.

Very Truly Yours,

  
George G. Sirota

FILED  
99 DEC -6 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Affidavit

The undersigned Incorporator of Raboni Publishing House Corporation hereby confirms that neither he nor the corporation intends to revoke the Articles of Dissolution of Raboni Publishing House Corporation and that he and the corporation hereby release the name Raboni Publishing House Corporation for future use with the intent to reincorporate the corporation under the name Raboni Publishing House Corporation, with a different Incorporator designated in the Articles of Incorporation.

  
Regis Torres de Castro

STATE OF FLORIDA            )

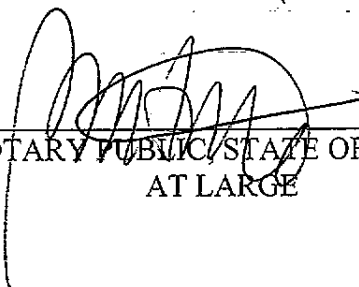
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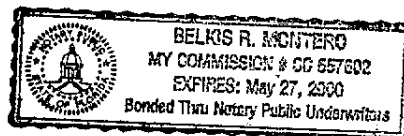
COUNTY OF DADE            )

Regis Torres de Castro appeared before me on November 4, 1999 and executed this document after being put under oath and advised of the penalties of perjury. Regis Torres de Castro presented the following identification:

Passport # CF 131465

Sworn to and subscribed before me this  
4 day of November 1999.

  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE



**FILED**  
99 DEC - 6 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**RABONI PUBLISHING HOUSE CORPORATION**

**FILED**  
99 DEC -6 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS**

Raboni Publishing House Corporation  
4580 N.W. 107 Avenue, Suite 202  
Miami, Florida 33178

**ARTICLE II**

**CORPORATE EXISTENCE**

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

**ARTICLE III**

**NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

This Corporation is authorized to issue a maximum of five hundred (500) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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**ARTICLE V**

**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

**Stella Lettiere Torres de Castro  
4580 N.W. 107 Avenue, Suite 202  
Miami, Florida 33178**

**ARTICLE VI**

**INITIAL BOARD OF DIRECTORS**

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one.

The name and address of the initial director of this Corporation is:

**NAME**

**ADDRESS**

**Stella Lettiere Torres de Castro**

**4580 N.W. 107 Avenue, Suite 202  
Miami, Florida 33178**

The members of this Board of Directors shall hold office until the first annual meeting of stockholders of the Corporation.

**ARTICLE VII**  
**INCORPORATORS**

The name and post office of the Incorporator executing these Articles of  
Incorporation is as follows:

**INCORPORATOR**

**ADDRESS**

**Stella Lettiere Torres de Castro**

**4580 N.W. 107 Avenue, Suite 202  
Miami, Florida 33178**

The undersigned, being the original subscriber to these Articles of Incorporation,  
for the purpose of forming a Corporation for profit and to do business both within and  
without the State of Florida, do hereby make, subscribe, acknowledge and file these  
Articles of Incorporation, hereby declaring and certifying that the facts herein stated are  
true and, accordingly, has hereunto set his hand and seal this

28<sup>th</sup> day of October, 1999.

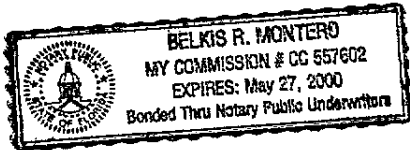
*Stella D.T. de Castro*  
Stella Lettiere Torres de Castro

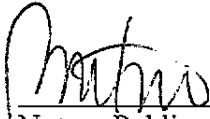
**STATE OF FLORIDA )**

) SS  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of DADE to take acknowledgments, personally appeared **Stella Lettiere Torres de Castro**, the person described as Incorporator in the foregoing Articles of Incorporation, who is personally known to me or who presented the following identification: BRAZILIAN PASSPORT # CF 131466

WITNESS my hand and seal at Miami, DADE County, Florida  
this 28<sup>th</sup> day of October, 1999.



  
\_\_\_\_\_  
Notary Public  
State of Florida

My Commission expires:

**CERTIFICATE DESIGNATING REGISTERED**  
**AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates  
**STELLA LETTIERE TORRES DE CASTRO**, as its Registered Agent to accept  
service of process within this State.

*Stella L.T. de Castro*  
Stella Lettiere Torres de Castro

The undersigned hereby accepts the foregoing designation as Registered Agent  
for service of process within the State of Florida, and agrees to comply with the  
provisions of the law applicable to said designation.

*Stella L.T. de Castro*  
Stella Lettiere Torres de Castro

**FILED**  
99 DEC -6 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA