



Prentice Hall Legal & Financial Services

ATTN: Andrea (004) 222-7405

F9500000219

200 HAYS STREET, SUITE 100
TALLAHASSEE, FL 32301

CORPORATION/NIS/NAME

CHARTER NUMBER

South Central Company, Inc.

200001379412
-01/12/95--01081--022
01/12/95 11:12:50

- Amendment
- Annual Report
- Change of Registered Agent
- Dissolution/Withdrawal
- Domestication
- Fictitious Business Name
- Foreign - Profit
- Foreign - Non-Profit
- Limited Partnership
- Limited Liability
- Mr. Veh.

- Merger
- Name Reservation
- Name Registration
- Non-Profit/Articles of Incorporation
- Other
- Profit/Articles of Incorporation
- Reinstatement
- Resignation of R.A., Off/Dir
- Trademark
- UCC/Filing 1
- UCC/Filing 3

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 JAN 12 PM 11:15

- Certified Copy
- Photocopy
- Corporate Print-Out
- Fictitious/Owner Search

- CUS
- Good Standing
- R.A., Off/Dir Search

() Walk in () Call If Problem () Will Wait () Pick up 1-18 11AM

DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: NYC BY: Donnaf.
 BRANCH RECEIVING: FL BY: Andrea
 REF/JOB # 007-94-73022-07
 CLIENT MATTER # _____
 SAME DAY 24 HR _____ ROUTINE _____
 VERBAL REQUESTED: YES OR NO
 DATE SENT: 1/12 MAIL FAX _____ FED EXP.
 FILED: 1/12
 SENT TO: BRANCH CLIENT _____
 SPECIAL INSTRUCTIONS: 1/12 9:25 LMTC

CHECK #	_____
ST./CTY/ FEES	_____
CORR. FEE/ SPEC. HANDL.	_____
MESSENGER	_____
COPIES	_____
FAX FEE	_____
OTHER	_____
TOTAL	_____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

95 JAN 12 11:15 AM '95

January 12, 1995

PRENTICE HALL

SUBJECT: SOUTH CAPITAL COMPANY, INC.
Ref. Number: W9500000948

*Corrections
Made Please
Backdate to*

1-12-95

Thanks

We have received your document for SOUTH CAPITAL COMPANY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Number 6 of the application must be completed. If the corporation has not transacted business or conducted its affairs in Florida because it has not received confirmation from this office, please insert the words "upon qualification" in lieu of a date.

Please return 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 (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 595A00001549

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 12 11:15 AM '95

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. SOUTH CAPITAL COMPANY, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words of
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so contained in the name at present.)

2. New York 3. 11-30-34275
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9/12/90 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1801, 607.1802, and 617.180, F.S.)

7. 1401 Brickell Ave. (Suite 660)
Miami, Florida 33131

(Current mailing address)

To buy and sell property; to carry on general mercantile, industrial, trading and general
8. investment and management advisory services relating to all aspects of a business; and
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) to develop,
manufacture,

9. Name and street address of Florida registered agent:
The Prentice-Hall Corporation
Name: System, Inc.
produce, sell and
lease industrial and
raw materials.

Office Address: 1201 Mayo Street, Suite 105
Tallahassee, Florida, 32301
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated
corporation at the place designated in this application, I hereby accept the appointment as
registered agent and agree to act in this capacity. I further agree to comply with the provisions
of all statutes relative to the proper and complete performance of my duties, and I am familiar
with and accept the obligations of my position as registered agent.

The Prentice-Hall Corporation System, Inc.

By: [Signature]
(Registered agent's signature) Sam Soltun

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to
delivery of this application to the Department of State, by the Secretary of State or other official
having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
JUN 12 1990

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: GABRIEL BUTELER

Address: Ave. L.N. Alem 822-6' piso
1001 Buenos Aires, Argentina

Director: JUAN PERALTA RAMOS

Address: Ave. L.N. Alem 822-6' piso
1001 Buenos Aires, Argentina

B. OFFICERS

President: GABRIEL BUTELER

Address: Ave. L.N. Alem 822-6' piso
1001 Buenos Aires, Argentina

Vice President: CARLOS BADARACO

Address: 1401 Brickell Ave. (Suite 660)
Miami, Florida 33131

Secretary: JUAN PERALTA RAMOS

Address: 1401 Brickell Ave. (Suite 660)
Miami, Florida 33131

Treasurer: JUAN PERALTA RAMOS

Address: 1401 Brickell Ave. (Suite 660)
Miami, Florida 33131

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. X _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. X GABRIEL BUTELER Pres.
(Typed or printed name and capacity of person signing application)

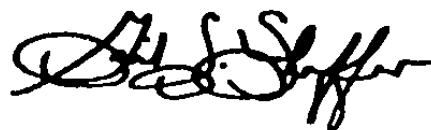
SECRET
DIVISION OF INVESTIGATION
FBI
JUN 12 1941:16

State of New York,) ss:
Department of State

I hereby certify, that the certificate of incorporation of SOUTH CAPITAL COMPANY, INC. was filed 09/12/1990, under the name of SOUTH CAPITAL COMPANY, LTD., with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment of SOUTH CAPITAL COMPANY, LTD., changing name to SOUTH CAPITAL COMPANY, INC., was filed 12/15/1994.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 28th day of December
one thousand nine hundred and
ninety-four.



Secretary of State

199412290278

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 12 AM 11:16