

State of Idaho

Office of the Secretary of State

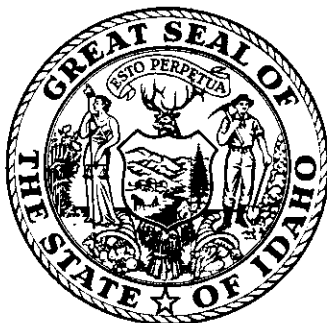
**CERTIFICATE OF AUTHORITY
OF
VISTAFLOR CORPORATION**

File Number C 150427

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 15 August 2003



Ben Yursa

SECRETARY OF STATE

By *Sally Lelay*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED EFFECTIVE

10 AUG 15 PM 1:08
SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

Vistaflor Corporation

2. The name which it shall use in Idaho is: _____

3. It is incorporated under the laws of: Florida

4. Its date of incorporation is: 5-10-2000

5. The address of its principal office is:

c/o 701 Brickell Ave., Suite 3000, Miami, Florida 33131

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 1401 Shoreline Drive, Suite 2, Boise, Idaho 83702

and its registered agent in Idaho at that address is: Corporation Service Company

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached officers/directors rider		
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 7/29/03

Signature: Nora E. McDowell

Typed Name: Nora E. McDowell

Capacity: Secretary

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

g:\corp\forms\corp
forms\appforauthority_profit.pm6
Revised 07/2002

IDAHO SECRETARY OF STATE
08/15/2003 05:00
CK: 125748 CT: 66741 BH: 696627
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C 158427

RIDER
OFFICERS/DIRECTORS
OF
VISTAFLO CORPORATION
As of 2/27/03


President and Director:	Gustavo Moreno c/o 701 Brickell Ave. Suite 3000 Miami, Florida 33131
Vice President and Director:	Juanita M. Rodriguez c/o 701 Brickell Ave. Suite 3000 Miami, Florida 33131
Director:	Fernando Fonseca c/o 701 Brickell Ave. Suite 3000 Miami, Florida 33131
Secretary:	Nora McDowell c/o 701 Brickell Ave. Suite 3000 Miami, Florida 33131
Assistant Secretary:	Steven H. Hagen c/o 701 Brickell Ave. Suite 3000 Miami, Florida 33131
Treasurer:	Catalina McAllister c/o 701 Brickell Ave. Suite 3000 Miami, Florida 33131
Director:	Alvaro McAllister c/o 701 Brickell Ave. Suite 3000 Miami, Florida 33131

Director:

Juan Gregorio Gutierrez
c/o 701 Brickell Ave.
Suite 3000
Miami, Florida 33131

MIA1 #1207359 v1

State of Florida



Department of State

I certify from the records of this office that VISTAFLO CORPORATION, is a corporation organized under the laws of the State of Florida, filed on May 10, 2000.

The document number of this corporation is P00000046857.

I further certify that said corporation has paid all fees due this office through December 31, 2003, that its most recent annual report/uniform business report was filed on March 13, 2003, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.



CR2EO22 (2-03)

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Thirteenth day of August, 2003

Glenda E. Hood

Glenda E. Hood
Secretary of State