

**WRITTEN CONSENT OF THE SOLE DIRECTOR OF  
CARIBBEAN LUMBER INTERNATIONAL, INC.**

The undersigned, being the sole Director of **CARIBBEAN LUMBER INTERNATIONAL, INC.**, a corporation organized under the laws of the State of Florida on December 30, 1988, Company No. K54784 (hereinafter called the "Corporation"), does hereby adopt this Written Consent in lieu of a Meeting of the said Director, waives all notice of the time, place and objects of such meeting, and consents to, ratifies and approves the following as the acts of such Director and as corporate resolutions:

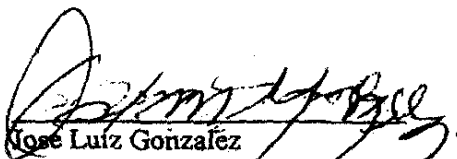
**IT IS RESOLVED** that Jose Luis Gonzalez, President of the Corporation, is the Legal Representative of the said Corporation, authorized to do and perform all and every act and thing whatsoever requisite and necessary in order to act, represent, negotiate, purchase and execute any and all documentation on behalf of the Corporation anywhere in the world, with full power of substitution and revocation, hereby ratifying and confirming all that he shall lawfully do or cause to be done by virtue hereof, and

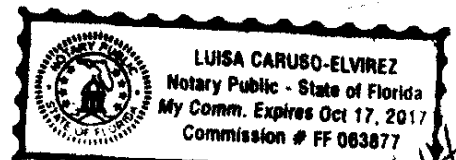
**FURTHER RESOLVED** that the documents relating to any transaction shall contain such provisions as the Legal Representative may deem advisable, all of which documents and instruments made, executed, sealed and delivered as aforesaid to be and constitute the acts and obligations of the Corporation and are hereby ratified and confirmed, as the acts of the Corporation, irrespective of whether such acts were performed before or subsequent to the date of the adoption hereof, and the officers and employees of the Corporation are hereby directed to perform all of the Corporation's obligations and undertakings under each and all such documents and instruments.

**IT IS FURTHER RESOLVED**, that the following persons are hereby confirmed as the current and acting Board of Directors of the Corporation:

Jose Luis Gonzalez	-	Director and President
Loida Gonzalez	-	Vice President
Elda Diaz	-	Secretary and Treasurer

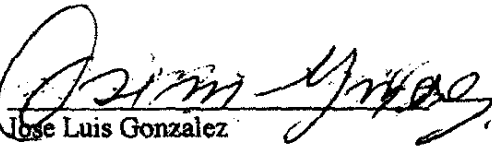
Signed and dated as of this 1st day of October, 2002.


  
Jose Luis Gonzalez  
Sole Director

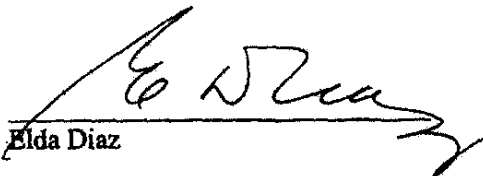


IN WITNESS WHEREOF, the undersigned shareholders and director have executed this Unanimous Written Consent effective as of October 1st, 2002.

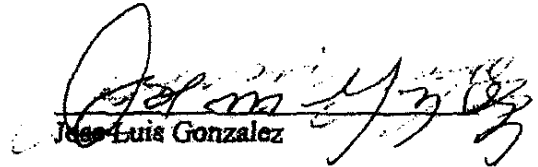
**SHAREHOLDERS:**

  
Jose Luis Gonzalez

  
Loida Gonzalez

  
Elda Diaz

**SOLE DIRECTOR:**

  
Jose Luis Gonzalez

