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LAFARUS CORPORATE FILING SERVICE, INC.
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LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. 1055 WASHINGTON MEDICAL OFFICES, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

RECEIVED
 00 FEB -1 AM 11:19
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

FILED
 00 FEB -1 PM 1:28
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

CERTIFICATE OF INCORPORATION

of

1055 WASHINGTON MEDICAL OFFICES, INC.

FILED
00 FEB -1 PM 1:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, hereby associated ourselves together for the purpose of becoming a corporation under the laws of the State of Florida by and under the provisions of the statutes of the State of Florida providing for the formation, rights, privileges, immunities of incorporation for profit.

ARTICLE I: The name of the corporation shall be:
1055 WASHINGTON MEDICAL OFFICES, INC.

ARTICLE II: The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III: The maximum number of shares which the corporation is authorized to issue and have outstanding at any time is -50- shares of common stock, which shares shall be of TEN DOLLARS value each. All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV: The pledge, sales, transfer or other disposition of the capital stock may be governed and restricted by the by-laws or written agreement among the stockholders which shall be on file in the office of the corporation.

ARTICLE V: The amount of capital with which this corporation may begin doing business shall be not less than FIVE HUNDREDS DOLLARS.

ARTICLE VI: The existence of the corporation is perpetual.

ARTICLE VII: The initial post office address of the principal office of the corporation in the State of Florida is: 1055 Washington Av. Miami Beach Fl. 33139.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida. The Register Agent is: Raymond Rodríguez de la Torre.

ARTICLE VIII: The business of the corporation shall be managed by a Board of Directors consisting of one director. A Quorum for the holding of meetings of the board of directors and for the transaction of any business which will be properly done by the directors on behalf of the corporation shall consist of a majority of the members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made and as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an Executive Committee.

On-Q Business Consultants, Inc.
Enrique J. Venta, E.A. Miami, Fl. 33184
13764 S.W. 11 St. (305)553-6566

ARTICLE IX: The names and post office addresses of the members of first Board of Directors and the slate of Corporate Officers are as follows:

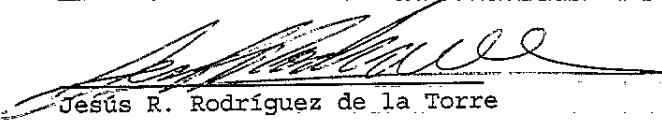
NAME	TITLE	ADDRESS
Jesús R. Rodríguez de la Torre	President/Treasurer	1055 Washington Av.
Jesús R. Rodríguez de la Torre	Secretary	Miami Beach, Fl. 33139

ARTICLE X: The names and post office addresses of the subscribers of the Articles of Incorporation, and number of shares that they agree to take are:

NAME	ADDRESS	NUMBER OF SHARES
Jesús R. Rodríguez de la Torre	1055 Washington Av. Miami Beach, Fl. 33139	50

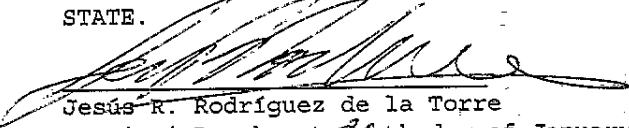
ARTICLE X The stock of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code, so that the stockholders of the corporation may receive the benefits provided thereunder.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this 21 of January, year 2000.

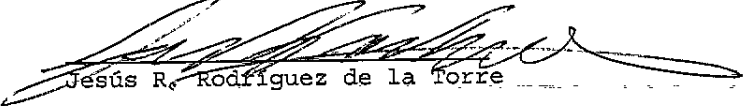

Jesús R. Rodríguez de la Torre

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED: 1055 Washington Medical Offices, Inc DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT: 1055 Washington Ave., Miami Beach, Fl. 33139 HAS NAMED Jesús Rodríguez de la Torre AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.


Jesús R. Rodríguez de la Torre
On Miami Beach, at 21 th day of January year 2000.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES


Jesús R. Rodríguez de la Torre

On Miami Beach at the 21 th day of January year 2000.

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00 FEB - 1 PM 1:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA