

OLLE, MACAULAY & ZORRILLA, P.A.

ATTORNEYS AT LAW

1402 MIAMI CENTER

201 SOUTH BISCAYNE BOULEVARD

MIAMI, FLORIDA 33131

(305) 358-9200

TELECOPIER (305) 358-9217

January 29, 1997

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UPS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

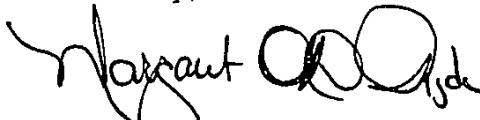
Gables Technology, Inc.

Gentlemen:

Enclosed for filing with the Division of Corporations are the Articles of Incorporation of the captioned corporation. Also enclosed is a check in the amount of \$122.50, payable to the Florida Department of State, to cover the required filing fee.

Please return the certified copy of the Articles to me in the enclosed prepaid UPS envelope.

Sincerely,



Margaret O'D. Ryder
Legal Assistant

MODR

Enclosures

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FILED
97 JAN 30 PM 4:22
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GABLES TECHNOLOGY, INC.

FILED
97 JAN 30 PM 4:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is Gables Technology, Inc. Its business mailing address is 201 South Biscayne Boulevard, Suite 1402, Miami, Florida 33131.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.10 per share.

ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be Olle, Macaulay & Zorrilla, P.A., 1402 Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131, and the initial registered agent of this Corporation at such office shall be Robert B. Macaulay, who upon accepting this designation agrees to comply

with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

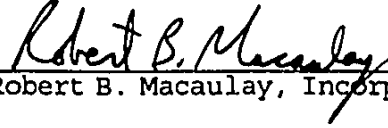
The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The name and address of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Ricardo Quiros	201 South Biscayne Boulevard Suite 1402 Miami, Florida 33131
Mario Vargas	201 South Biscayne Boulevard Suite 1402 Miami, Florida 33131

ARTICLE VII - INCORPORATOR

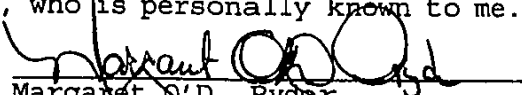
The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Robert B. Macaulay	1402 Miami Center 201 South Biscayne Boulevard Miami, Florida 33131


Robert B. Macaulay, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation of Gables Technology, Inc. were acknowledged before me this 29th day of January, 1997, by Robert B. Macaulay, as Incorporator, who is personally known to me.


Margaret O'D. Ryder
Notary Public, State of Florida

My Commission Expires: _____



Margaret O'D. Ryder
MY COMMISSION # C0565590 EXPIRES
September 15, 2000
BONDED THRU TROY FAH INSURANCE, INC.

(Seal)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Gables Technology, Inc. at the place designated in the Articles of Incorporation, Robert B. Macaulay agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: January 29, 1997


Robert B. Macaulay

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SECRETARY OF STATE
TALLAHASSEE FLORIDA