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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

97 AUG 14 PM 12: 21
FILED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SUBJECT: EXPONET INC.
(Proposed corporate name - must include suffix)

300002254793--6
-08/01/97--01043--012
****131.25 ****131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DINORATH FEBLES LOZADA
Name (Printed or typed)

19248 NW 14TH STREET
Address

PEMBROKE PINES FLORIDA 33029
City, State & Zip

(305) 681-7240 EXT. 45
Daytime Telephone number

W97-17933

NOTE: Please provide the original and one copy of the articles.

T.M. - 8/4/97, 8/14/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 4, 1997

DINORATH FEBLES LOZADA
19248 N.W. 14TH STREET
PEMBROKE PINES, FL 33029

SUBJECT: EXPONET INC.
Ref. Number: W97000017933

We have received your document for EXPONET INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

You must list at least one incorporator with a complete business street address.

Please return the original and one copy of 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 (850) 487-6926.

Tracy Meyer
Document Specialist

Letter Number: 397A00039623

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF EXPONET INCORPORATED

ARTICLE I NAME

The name of the Corporation is: **EXPONET INC.**

ARTICLE II TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State. The principal place of business of this corporation is: 19248 N.W. 14th Street, Pembroke Pines, Florida 33029.

ARTICLE III PERMITTED ACTIVITY

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be One Thousand (1,000) shares of voting common stock with \$1.00 per value.

ARTICLE V PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is 19248 N.W. 14th Street, Pembroke Pines, Florida 33029.

The initial Registered Agent at that address is Dinorath Febles.

ARTICLE VII DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws. The name and address of the directors of the Board of Directors who shall serve until the first annual meeting of shareholders or until his successor is elected and qualified shall be:

DINORATH FEBLES LOZADA	19248 N.W. 14 TH STREET PEMBROKE PINES, FLORIDA 33029
EDGAR LOZADA	19248 N.W. 14 TH STREET PEMBROKE PINES, FLORIDA 33029
LIZZETH MERCHAN	6785 N.W. 169 TH STREET UNIT C MIAMI LAKES, FLORIDA 33015
RAMON MERCHAN	6785 N.W. 169 TH STREET UNIT C MIAMI LAKES, FLORIDA 33015
RONNARD RODRIGUEZ	1710 ROOSEVELT STREET HOLLYWOOD, FLORIDA 33020

ARTICLE VIII INCORPORATOR

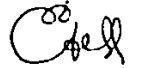
The name and address of the incorporator is: Dinorath Febles, 19248 N.W. 14th street, Pembroke Pines, Florida 33029.

ARTICLE IX INDEMNIFICATION

Every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

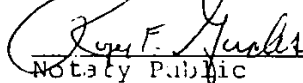
Expenses (including attorneys' fees) incurred in defending any claim action, suite or proceeding may be paid by the Corporation in advance of the final disposition of such proceeding.

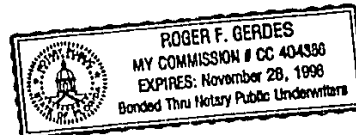
IN WITNESS WHEREOF, I have signed these Articles of Incorporation this July 28, 1997.



Dinorath Febles

Subscribed before me
this 11th day of August, 1997



Notary Public

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1.- The name of the corporation is: EXPONET INC.
- 2.- The name and address of the Registered agent and office is: Dinorath Febles, 19248 N.W. 14th street, Pembroke Pines, Florida 33029.

Signature



Dinorath Febles

Title: Registered Agent

Date: August 11, 1997

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

Signature:



Dinorath Febles

Date: August 11, 1997

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