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TELEPHONE # (305) 264-3712  
GILBERTO VILLALONGA

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98 MAR 23 AM 11:35  
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TALLAHASSEE, FLORIDA

98-3-24-98

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

MARTINEZ & PERERA, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

12351 S.W. 252ND TERRACE,  
Miami, Fl 33032

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares \$1.00 each

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:


Luciano O Perera Jr.  
12351 S.W. 252nd Terrace,  
Miami, Fl 33032

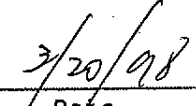
ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Luciano O Perera Jr. - President (50% of shares)  
12351 S.W. 252nd Terrace,  
Miami, Fl 33032

Dolores C Martinez - Vice-President (50% of shares)  
12351 SW 252nd Terrace  
Miami, Fl 33032

  
\_\_\_\_\_  
Signature/Incorporator

  
\_\_\_\_\_  
Date

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 agree 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.

*David Perera*

Signature/Registered Agent

3/20/98

Date

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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