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*****78.75 *****78.75

November 8th., 1999

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

Subject : Mandy Holdings Corp.

Enclose please find original and one copy of the Articles of Incorporation of Mandy Holdings Corp.
and a check for \$78.75 constituting payment of filing fee and Certificate of Status.

Amanda Trevilla

Amanda Trevilla
Incorporator
9801 S.W. 118 St.
Miami, FL 33176

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 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: Mandy Holdings Corporation

ARTICLE II PRINCIPAL OFFICE

The principal place of business of the corporation shall be in

9801 SW 118 Street, Miami, Fl. 33176

ARTICLE III

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

One Thousand shares of common stock.

ARTICLE IV

The initial registered agent for the corporation shall be :

Lorenzo Palomares
255 University Drive
Coral Gables Fl. 33134

FILED

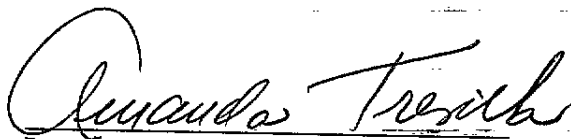
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE V
INCORPORATOR**

The name of the initial incorporator is:

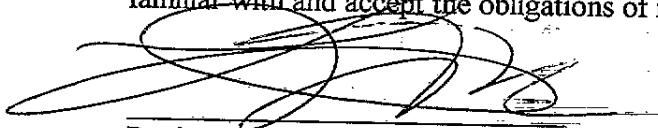
Amanda Trevilla
9801 SW 118 Street
Miami, Fl. 33176



Incorporator

11-8-99
date

Having been named as registered agent and to accept service of process for the above stated corporation at the place inn 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 to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Registered Agent
Lorenzo Palomares
255 University Drive
Coral Gables, Fl. 33134

Nov. 8/99