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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: KALAMARI INVESTMENT CORP.

AUDIT NUMBER.....H96000014401

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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W96-21725

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 14, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: KALAMARI INVESTMENT CORP.
REF: W96000021725

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

PLEASE PUT THE TELEPHONE NUMBER ON THE PREPARER'S STATEMENT.

Please return 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 (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000014401
Letter Number: 696A00046639

H 96000014401

ARTICLES OF INCORPORATION
OF
KALAMARI INVESTMENT CORP.

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be:

KALAMARI INVESTMENT CORP.

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

A. The total authorized capital stock of this Corporation is One Thousand (1,000) shares of Common Stock, par value \$1.00 per share.

B. Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV
TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is: 1911 S.W. 125 Court, Miami, Florida 33178. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director.

PRESENTED BY:

Disney D. Thompson, Esquire, DISNEY D. THOMPSON & ASSOC.,
P.A., Florida Bar No. 847534, 169 East Flagler Street, Suite
1527, Miami, Florida 33131.

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**ARTICLE VII
FIRST BOARD OF DIRECTORS**

The name and street address of the initial members of the Board of Directors are:

SILVIA BEATRIZ GETTE
1911 S.W. 126 COURT
MIAMI, FLORIDA 33175

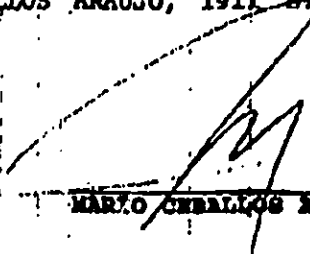
MARIO CEBALLOS ARAUJO
1911 S.W. 126 COURT
MIAMI, FLORIDA 33175

**ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is: 1911 S.W. 126 Court, Miami, Florida 33175 and the name of the initial registered agent of this Corporation at the address is: SILVIA E. BORELL.

ARTICLE IX- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: MARIO CEBALLOS ARAUJO, 1911 S.W. 126 Court, Miami, Florida 33175.


MARIO CEBALLOS ARAUJO

PRESENTED BY:

Disney D. Thompson, Esquire, DISNEY D. THOMPSON & ASSOC.,
P.A., Florida Bar No. 847534, 169 East Flagler Street, Suite
1527, Miami, Florida 33131.

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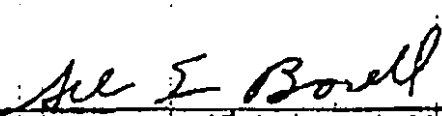
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 49.091 and Section 607.034 (3) Florida Statutes, the following is submitted:

KALAMARI INVESTMENT CORP., a corporation being organized under the laws of the State of Florida, with its principal place of business: 1911 S.W. 126 Court, Miami, Florida 33175, has named **SILVIA E. BORILL**, located at 1911 S.W. 126 Court, Miami, Florida 33175, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby state that I am familiar with, and accept the obligations provided for in Florida Statutes Section 607.325, that I hereby accept to act in this capacity and agree to comply with the provisions of said sections relative to keeping open said office.



Registered Agent - Silvia E. Borrell

PRESENTED BY:

Disney D. Thompson, Esquire, **DISNEY D. THOMPSON & ASSOC.**,
P.A., Florida Bar No. 847534, 169 East Flagler Street, Suite
1527, Miami, Florida 33131.

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