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

May 22, 2002

Division of Corporation
P.O Box 6327
Tallahassee, Fl 32314

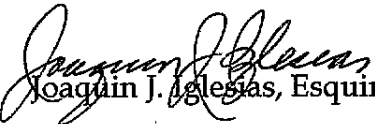
Re: J.L.R. of Miami

Dear Sir:

Enclosed please find Article of Incorporation of the above captioned corporation together with the check of #5317 for filing fees.

Thank you for your cooperation.

Very truly yours,


Joaquin J. Iglesias, Esquire

FILED
02 JUN -5 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB 6-5
W0215434



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 29, 2002

JOAQUIN J. IGLESIAS, ESQ.
1250 SW 27TH AVE STE 306
MIAMI, FL 33135

SUBJECT: J.L.R. OF MIAMI, INC.
Ref. Number: W02000015434

We have received your document for J.L.R. OF MIAMI, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as incorporator in the document and the person signing as incorporator must be the same.

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) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 202A00034460

FILED

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ARTICLES OF INCORPORATION
OF
J.L.R. OF MIAMI, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned being of legal age and natural person, do hereby subscribe to, acknowledge, and file the following Articles of Incorporation for the purpose of creating a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be:

J.L.R. OF MIAMI, INC.

ARTICLE II

The purpose of this Corporation is:

1. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.
2. To purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire import, lease, possess, maintain, handle on consignment, own, hold of investment or otherwise, use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deal in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal, or mixed, tangible, or intangible, wherever situated and wherever held, including, but not limited to, money, credits, chases in action, securities, stocks, bonds, warranty, script, certificates, debentures, mortgages, notes, commercial paper, and other obligations and evidences of interest in or indebtedness of any persons, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, including, but not limited to, mineral, oil, gas, and water rights, all or nay part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers, or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing and to exercise in respect thereof all of the rights, powers, privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of he foregoing and to exercise in respect thereof all of the rights, powers, privileges and immunities of individual owners or holders thereof.
3. To hire employ agents, servants and employees, and to enter into agreement of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either, alone or in company with others.
4. To promote or aid in any manner, financially or otherwise, any person, firm association or corporation and to guarantee contracts and other obligations.
5. To let concessions to others to do any of the things that this corporation I empowered to do and to enter into, make, perform, and carry out, contracts and arrangements of every kind and character with any person, firm, association, or corporation, or any government or authority or subdivision or agency thereof.
6. To carry out on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interest of this corporation, and to do all indirectly, to improve the interest of this corporation, and to do all things specified in the Florida Statute, and to have and exercise all powers conferred by the laws of the State of Florida on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended and to do any and all things hereinabove set forth to the

same extend and as fully as natural persons might or could do, either alone or in connection with other, persons, firms, associations, or corporations, and in any part of the world.

The foregoing statement or purposes shall be construed as a statement of both purposes and powers, shall be literally construed in aid, of the powers of this corporation, and the powers and purposes, but the purposes and powers stated shall be construed distributively as each object expressed and all the enumeration as to specific powers shall not be constructed as to limit in any manner the aforesaid general powers, but are in furtherance, of and in addition to and not in limitation of said general powers.

ARTICLE III

This Corporation is authorized to issue 100 shares of common stocks with a par value of 1.00, a share.

All of this stock shall be payable in cash, property, real or personal, labor or services in lieu of cash at a just valuation to be fixed by the Board of Directors of this Corporation.

Upon the sale for cash of any new stock of the same kind, class or series as that which already holds, every stockholder of this Corporation shall have the pre-emptive right to purchase his pro-share thereof at a price at which it is offered to others, whether or not is excess of part.

Fractional shares need not be issue on account of these provisions.

ARTICLE IV

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless dissolved according to law.

ARTICLE V

The initial Registered office of this Corporation and the Corporation's mailing address shall be at:

45 East Flagler Street Miami, Florida 33132

the Registered Agent at this address is:

Juan Luis Rossi

ARTICLE VI

This Corporation shall have one (1) directors initially. The By-Laws shall determine the number of directors and the manner in which they are elected from time to time.

ARTICLE VII

The name and address of this First Directors of the Corporation who shall hold office for the first year or until their successor or successor are duly elected and qualified shall be:

Name	Address
JUAN LUIS ROSSI	440 16 Street #7 Miami Beach, Florida 33139

ARTICLE VIII

The name and address of the Incorporator is:

Nelida Rua, 440 16 Street Miami Beach, Florida 33139

ARTICLE IX


No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are Directors or Officers of, such other Corporation.

Any Director individually, or any firm or corporation of which, any Director may be a member, may be a party, to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority, thereof, and any Director of this Corporation who is also a Director or an Officer of such other Corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he was not such a director or officer of such other Corporation or not so interested.

ARTICLE X

This Corporation shall indemnify and insure its Officers and Directors to fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I being the Incorporator hereinafter named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby, declaring and certifying that the facts herein stated are true, and I hereunto set my hands and seal this 20th day of May, 2002.


NELIDA RUA

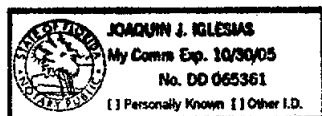
STATE OF FLORIDA

COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared Juan Luis Rossi, who produced as identification, known to be the person described, and who executed the foregoing Articles of Incorporation, and after being duly sworn under oath, acknowledge before me that she executed the same for the purpose therein expressed.

WITNESS, my hand and official seal in the State and County aforesaid, this 17 day of May, 2002.


Notary Public, State of Florida
At Large



My Commission Expires:

CERTIFICATE OF DESIGNATED 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 J.L.R. of Miami Inc.
2. The name and address of the registered agent and office is:

Juan Luis Rossi 440 16 Street, Miami Beach, Florida 33139

3. Having been named Resident Agent of this Corporation at the office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

Dated this 17 day of May, 2002


Juan Luis Rossi