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Maria A. Gutierrez
8580 N. W. 8 Street
Miami, Fl. 33126
305 262-8432

00 MAY -1 AM 9:48

April 24, 2000

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

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

Re: WILLIMAR INTERNATIONAL CORPORATION

Dear Sirs or Madams:

Enclosed, please find original and copy of the articles of incorporation of the above referenced corporation for filing, along with the check in the total amount of \$78.75 covering the filing fee (\$70.00) and the fee for a certificate under seal (\$ 8.75).

Please, proceed to file and return a copy of the filed Articles along with the requested Certificate, to me. If there are any further requirement please inform immediately.

Very Truly Yours,

Maria A. Gutierrez
Maria A. Gutierrez

Encls.

D. BROWN MAY - 3 2000

ARTICLES OF INCORPORATION
OF
WILLIMAR INTERNATIONAL CORPORATION

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ARTICLE ONE
(Name)

The name of this corporation shall be:

WILLIMAR INTERNATIONAL CORPORATION

ARTICLE TWO
(Nature of Business)

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

ARTICLE TREE
(Term of Existence)

This corporation shall have perpetual existence, unless sooner dissolved in
accordance with the laws of the States of Florida.

ARTICLE FOUR
(Number of Directors)

This corporation shall at all times have at least one Director. The stockholders of
this corporation may, from time to time, and at any time, increase or diminish the
size of the Board of Directors of this corporation, provided that the corporation at
all times have a minimum of one Director.

ARTICLE FIVE
(Amendment)

This Article of incorporation may be amended in any manner consistent with the
laws of the States of Florida.

**ARTICLE SIX
(Capital Stock)**

This corporation shall have One Thousand (1,000) shares of common stock, with par value of \$1.00 each share. All said shall be payable in property, labor services or as otherwise be accepted by the Board of Directors and just valuation shall by them be applied thereof.

**ARTICLE SEVEN
(Initial Office)**

The initial office address of this corporation in the State of Florida shall be:

8580 N.W. 8 Street
Miami, Fla. 33126

The Board of Directors may from time to time move the principal office to any other address within the State of Florida.

**ARTICLE EIGHT
(Initial Directors)**

The Initial Director of this corporation shall be:

Maria A. Gutierrez
William A. Gutierrez

**ARTICLE NINE
(Subscribers)**

The name of each subscriber (s) to these articles of is/are:

<u>NAME</u>	<u>ADDRESS</u>
Maria A. Gutierrez	8580 N.W. 8 St. Miami, Fl. 33126

ARTICLE TEN
(Resident Agent)

the name of the Resident Agent of this corporation for the purpose of services
and for any other purpose for which resident agent is required shall be:

NAME	ADDRESS
Maria A. Gutierrez	8580 N.W. 8 St. Miami, Fl. 33126

IN WITNESS WHEREOF, I Have hereunto set my hand and seal, at County of
Miami Dade, State of Florida, on this April 24, 2000



MARIA A. GUTIERREZ

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

In compliance with Section 48.091, Florida Statutes, the following is
submitted:

That WILLIMAR INTERNATIONAL CORPORATION desiring to
organize or qualify under the laws of States of Florida, with its principal place of
business at the City of Miami, State of Florida, has named, Maria a. Gutierrez
State of Florida, as its agent to accept service of process in Florida

Signature: Maria Gutierrez
MARIA A. GUTIERREZ
Title: Registered Agent
Date: April 24, 2000

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all Statutes relative
to the proper and complete performance of my duties

Signature: Maria Gutierrez
Date:

00 MAY -1 AM 9:48