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FLORIDA PROFIT CORPORATION OR P.A.**ODALYS DIAZ ENTERPRISES, INC.**

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 9, 2000

FAS-T

SUBJECT: ODALYS DIAZ ENTERPRISES, INC.
REF: W00000019629

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION
OF
ODALYS DIAZ ENTERPRISES, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

Article I - Name

The name of the Corporation is:
ODALYS DIAZ ENTERPRISES, INC. The principal office of the corporation is at: 1050 SW 73rd Avenue, Miami, FL 33144

Article II - Duration

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist perpetually thereafter until dissolved sooner according to law.

Article III - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

Article IV - Stated Capital

The corporation is authorized to issue 100 shares of (\$1.00) per value common stock.

Each outstanding share, regardless of class, shall be entitled to vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefore, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefore has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

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**ARTICLES OF INCORPORATION
OF**

ODALYS DIAZ ENTERPRISES, INC.

Article V - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

Any and all powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose may be exercised and performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have (1) director initially. The number of directors may hereafter be increased from time to time in accordance with the By-Laws of the corporation.

The name and street address of the initial Director who shall hold office is:

**Odalys Diaz 1050 SW 73rd Avenue
Miami, Florida 33144**

Article VI - By Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

Article VII - Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

Article VIII - Initial Registered Officer and Agent

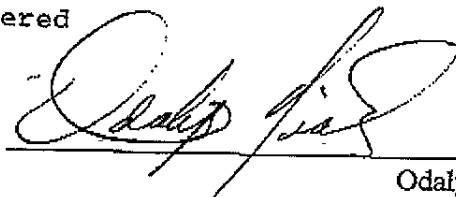
The street address of the initial registered officers of the corporation is, as follows:

**Odalys Diaz, President, VP, Secretary & Treasurer
1050 SW 73rd Avenue
Miami, Florida 33144**

ARTICLES OF INCORPORATION
OF
ODALYS DIAZ ENTERPRISES, INC.

IN WITNESS WHEREOF, the undersigned as incorporator does hereby execute these Articles of Incorporation, this 7th day of August, 2000.

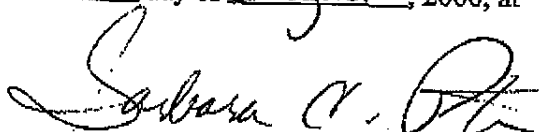
I accept designation as registered agent.

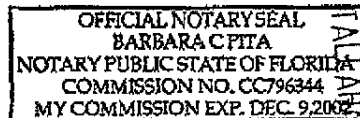

Odalys Diaz

State of Florida
County of Miami-Dade

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments personally appeared Odalys Diaz who are known to me and who acknowledge that they executed the same freely and voluntarily for the purposes therein expressed.

Witness my hand and official seal this 7th day of August, 2000, at Miami, Miami-Dade County, Florida.


Notary Public
My Commission Expires:



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