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TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

ARA INVESTMENTS, INC.

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T. SMITH JAN 10 2001

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**ARTICLES OF INCORPORATION
OF
ARA INVESTMENTS, INC.**

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 ARA INVESTMENTS, INC.

ARTICLE II - PURPOSE

This corporation is organized for the general purpose of transacting all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - PRINCIPAL OFFICE

The street and mailing address of the initial principle place of business of this corporation shall be:

ARA INVESTMENTS, INC.
3256 NW 24 Street Road
Miami, Florida 33142

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 300 shares of common stock, each share having a par value of One Dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the corporation, and the name of the registered agent at that office, are as follows:

Roberto Matalon
3256 NW 24 Street Road
Miami, Florida 331412

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H01000004164**ARTICLE VI - INCORPORATOR**

The name and street address of the incorporators of this corporation are:

Antonio Mederos	3256 NW 24 Street Road Miami, Florida 331412
Alfonso Llanes	3256 NW 24 Street Road Miami, Florida 331412
Roberto Matalon	3256 NW 24 Street Road Miami, Florida 331412

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of three (3) member. The names and addresses of persons who will serve on the initial board of directors are:

Name	Address
Antonio Mederos	3256 NW 24 Street Road Miami, Florida 331412
Alfonso Llanes	3256 NW 24 Street Road Miami, Florida 331412
Roberto Matalon	3256 NW 24 Street Road Miami, Florida 331412

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors of the corporation.

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H01000004164**ARTICLE VIII - AMENDMENT**

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding at any regular meeting of the stockholders or at any special meeting of the stockholders called for that expressed purpose.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 8 day of January, 2001.



Antonio Mederos
Incorporator

Alfonso Llanes
Incorporator

Roberto Matalon
Incorporator**H01000004164**

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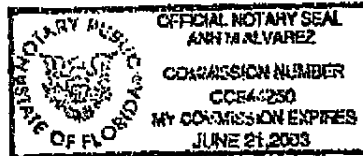
STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Antonio Mederos, Alfonso Llanes, and Roberto Matalon, known to me to be the persons who executed the foregoing articles of incorporation, and acknowledged before me that they executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 8 day of January, 2001-1997.

[Signature]
Notary Public, State of
Florida at Large

My Commission expires:



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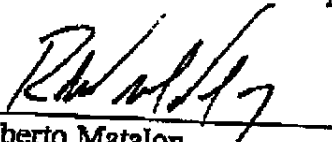
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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of § 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement to designate the registered agent and registered office, in the State of Florida.

1. The name of the corporation is ARA INVESTMENTS, INC.
2. The name and address of the registered agent and office is:

Roberto Matalon
3256 NW 24 Street Road
Miami, Florida 331412

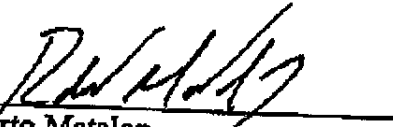

Roberto Matalon
Incorporator of ARA Investments, Inc.

Date: 1/8/01

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SECRETARY OF STATE
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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Roberto Matalon
Registered Agent
ARA Investments, Inc.

Date: 1/08/01

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