

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 222-1222 • 1-800-342-8062 • Fax (850) 222-1222

PO1000010512

ZonaVis Corp.

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

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<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	
<input checked="" type="checkbox"/>	Cert. Copy	
<input type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	
<input type="checkbox"/>	Driving Record	
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<input type="checkbox"/>	Courier	

01 JAN 29 PM 12:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

01 JAN 29 AM 10:59
RECEIVED
DIVISION OF CORPORATION

Signature _____

Requested by: CD 1-29-01 11:00
Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

ARTICLES OF INCORPORATION
OF
ZONAVIS CORP.

ARTICLE I - NAME

The name of this corporation is ZONAVIS CORP., a Florida Corporation

01 JAN 29 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 share of One Dollar (\$1.00) per value common stock, which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICER AND AGENT

The street address of the initial registered office of this corporation is 21 Southeast First Avenue, Suite 800, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is RICHARD M. BRENNER.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than 1 Director and any more than five. The names and addresses of the initial Board of Directors of this corporation are:

ZACARIAS BIBAS and
OLGA MONTOYA
19195 Mystic Pointe Drive, Apt. #1504
Aventura, Florida 33180

ARTICLE VII - INCORPORATOR

The names and addresses of the Incorporators signing these Articles are:

ZACARIAS BIBAS and
OLGA MONTOYA
19195 Mystic Pointe Drive, Apt. #1504
Aventura, Florida 33180

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 26 day of January 2001.



ZACARIAS BIBAS, Incorporator

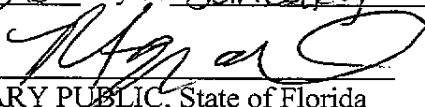


OLGA MONTOYA, Incorporator

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 ZACARIAS BIBAS and OLGA MONTOYA, personally known to me or who produced driver's license as identification being the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 26 day of January, 2001.



NOTARY PUBLIC, State of Florida
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED


In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

THAT desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at 21 S.E. First Avenue, Suite 800, Miami, Florida 33131, has named RICHARD M. BRENNER as its registered agent to accept service of process within Florida.

Dated: January 26, 2001

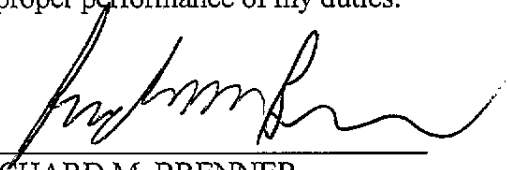


ZACARIAS BIBAS, Incorporator



OLGA MONTOYA, Incorporator

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



RICHARD M. BRENNER,
Registered Agent

01 JAN 29 PM 12:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA