

ARTICLES OF INCORPORATION OF AFFILIATED PROFESSIONAL SERVICES, INC.

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of this corporation shall be:

AFFILIATED PROFESSIONAL SERVICES, INC.

ARTICLE II

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

FILED
01 MAR - 9 AM 11:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE III

It shall have the authority to issue 100 shares of stock, all of one class, with \$ 1.00 par value.

ARTICLE IV

The corporation shall begin with \$ 100.00 capital.

ARTICLE V

The period of its duration is perpetual.

ARTICLE VI

The address of its principal office is:
13935 NW 1st Avenue
Miami, FL. 33168

Prepared by:
Perez, Behar & Associates, PA.
13935 NW 1st Avenue
Miami, FL. 33168
(305) 688-9694

ARTICLE VII

The number of directors constituting its initial Board of Directors is
(1) whose name(s) and address(es) is (are):

Sandra A Arguello
13935 NW 1st Avenue
Miami, FL. 33168
President

ARTICLE VIII

The name and address of the subscriber is:

Sandra A Arguello
13935 NW 1st Avenue
Miami, FL. 33168

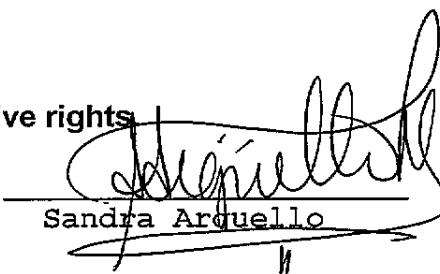
ARTICLE IX

The registered agent and registered office for the corporation shall
be:

PEREZ, BEHAR & ASSOCIATES, PA.
13935 NW 1st AVENUE
MIAMI, FL. 33168

ARTICLE X

Shareholders shall be entitled to preemptive rights

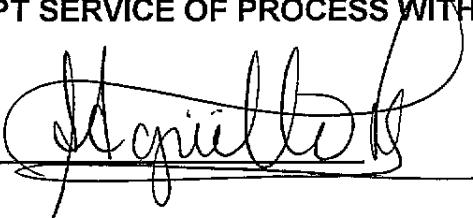


Sandra Arguello

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE 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:

FIRST THAT AFFILIATED PROFESSIONAL SERVICES, INC. DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF
FLORIDA HAS NAMED PEREZ, BEHAR & ASSOCIATES, PA. AS ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: 

Title: PRESIDENT

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: 

RAMON PEREZ, VICE-PRESIDENT
PEREZ, BEHAR & ASSOCIATES, PA.

Date: 3/08/01

FILED
01 MAR -9 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA