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Hialeah, March 4th, 2001

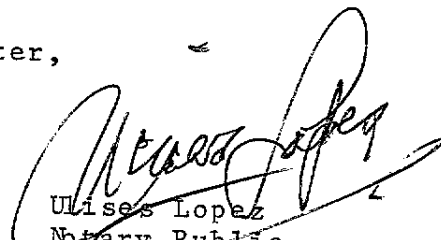
DIVISION OF CORPORATIONS
P. O. Box 6327
Tallahassee, FL 32314

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***130.00 ***87.50

Dear Sir:

Attached two copy of Articles of Incorporation
of SEA LION RUTER CORP. and Ck for \$130.00 to cover Filing
fee of this corporation.

Thanks for this matter,


Ulises Lopez
Notary Public
State of Florida

Enrique Quesada
SEA LION RUTER CORP
20 N. E. 118th Street
DADE County
Miami, FL 33161

FILED
01 APR 26 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W01-5556-
Prt 3/12/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 12, 2001

ENRIQUE QUESADA
20 NE 118TH ST
MIAMI, FL 33161

SUBJECT: SEA LION RUTER CORP
Ref. Number: W01000005556

We have received your document for SEA LION RUTER CORP and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 101A00015062

ARTICLES OF INCORPORATION
of
SEA LION RUTER CORP

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is SEA LION RUTER CORP.

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

20 N. E. 118th Street
Miami, FL 33161

ARTICLE III
SHARES

The total number of shares which the corporation shall have authority to issue is 500 shares with a par value of \$1.00 per share.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Enrique Quesada
SEA LION RUTER CORP
20 N. E. 118th Street
DADE County
Miami, FL 33161

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**ARTICLE V
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE VI
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Enrique Quésada
20 N. E. 118th Street
Miami, FL 33161

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

The directors shall be divided into 1 classes, the number of directors to be allocated to each class to be as nearly equal as possible and with the term of office in one class expiring each year after the initial annual meeting of shareholders.

**ARTICLE VII
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

**ARTICLE VIII
OTHER PROVISIONS**

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

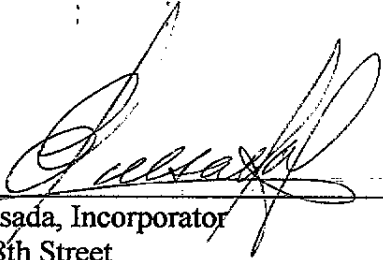
Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have a corporate seal, which shall be affixed to all deeds, mortgages, and other instruments affecting or relating to real estate.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

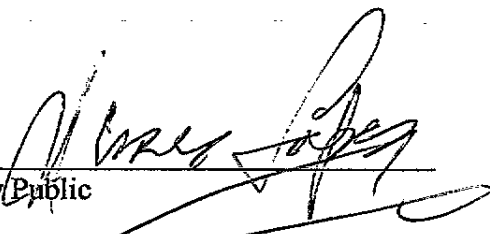
Certification

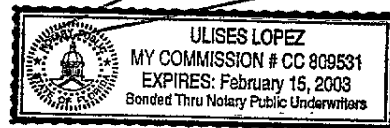
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.


Enrique Quesada, Incorporator
20 N. E. 118th Street
Miami, FL 33161

State of Florida, County of DADE, ss:

Subscribed and sworn to (or affirmed) before me this 7th day of February, 2001=


Notary Public



FILED

01 APR 26 AM 9:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That SEA LION RUTER CORP. desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Israel Perez, located at: 20 N. E. 118 Steet, North Miami, Florida. County of Dade, at its - agent to accept services of process within this State.

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

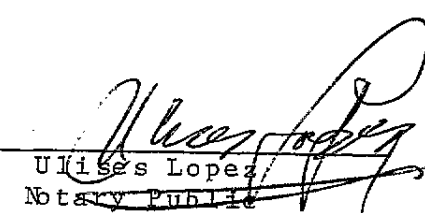
BY: 

Israel Perez
Registered Agent

State of Florida, County of Dade, SS:

Subscribed and sworn to (or affirmed) Before me this 7th day= of February of 2001.




Ulises Lopez
Notary Public