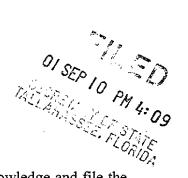
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		D. BROWN SEP 1, 3 2001



ARTICLES OF INCORPORATION

The undersigned do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida

ARTICLE I - NAME

The name of this Corporation shall be: NELCON ENTERPRISES INC..

ARTICLE II - PRINCIPAL OFFICE

The principal place of business / mailing address is: 11220 South West 33rd Circle Place Miami, Florida 33165

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE IV - SHARES

This Corporation is authorized to issue 7000 shares of \$1.00 par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE V - TERM

This Corporation shall have perpetual existence.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata thereof (as nearly as may be done without issuances of fractional shares) at the prices at which it is offered to others.

ARTICLE VII - REGISTERED AGENT

The street address of the initial registered agent of this Corporation is:

Nelson Conceicao 11220 South West 33rd Circle Place Miami, Florida 33165

<u>ARTICLE VIII - EXERCISE OF CORPORATE POWERS</u>

All Corporate powers shall be exercised by the holders of the outstanding common shares of stock in the Corporation. Management of the Corporation by the shares shall continue until such time that the share holders shall by a majority vote, amend these Articles of the Corporation by directors.

ARTICLE IX - INCORPORATORS

The name and address of the Incorporator is:

Nelson Conceicao 11220 South West 33rd Circle Place Miami, Florida 33165

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or share holder acting in a management capacity or any former officer or share holder acting in a management capacity to the fullest extent permitted by law either now existing or hereafter enacted.

ARTICLE XI

The private property of the stockholders shall not be subject the payment of the Corporate debts to any extent whatever. The Corporate shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the Corporation.

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ARTICLE XII

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

IN WITNESS WHER	REOF, the und	lersigned subscriber has executed these Articles
of Incorporation this	day of _	August, 2001
		Signature / Incorporator Signature / Registered Agent
STATE OF FLORIDA)	
)	
COUNTY OF DADE)	

BEFORE ME, a notary public authorized to take acknowledgment in the State and County set forth above, personally appeared NELSON CONCEICAO, known to me and by me to be the person who executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this ______ day of ______, 2001.

Kenneth A Schorr
My Commission DD049048
Expires October 12, 2005