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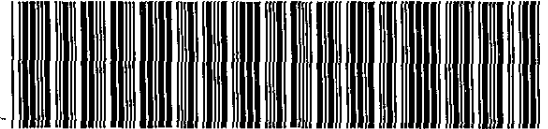
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WANDA I. RUFIN, P.A.
A Partnership of Professional Associations
Attorneys & Consultants

1699 Coral Way, #315 • MIAMI, FLORIDA 33145
Tel: (305) 858-4242 • Fax: (305) 858-9926

July 12, 2004

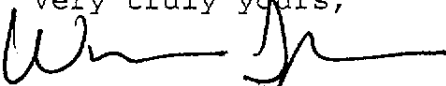
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: JMAR HOLDINGS, INC.

Dear Sir or Madame:

Enclosed please find an original and one (1) copy of the articles of incorporation together with a check in the amount of \$78.75. Please return the certified copy in the self-addressed stamped envelope enclosed. you well.

Very truly yours,



Wanda I. Rufin

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

ORIGINAL

**ARTICLES OF INCORPORATION
OF**

JMAR HOLDINGS, INC.

ARTICLE I : NAME OF THE CORPORATION

The name of the corporation shall be: **JMAR HOLDINGS, Inc.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business shall be: 1699 Coral Way, Suite 315,
Miami, FL 33145.

ARTICLE III: DURATION

This corporation shall have perpetual existence.

ARTICLE IV: PURPOSE

This corporation is organized for the purpose of transacting any and all
business related to transacting any or all lawful business.

ARTICLE V: CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) shares of
common stock at no par value.

ARTICLE VI: INITIAL REGISTERED AGENT OFFICE AND AGENT

The street address of the initial registered office of this corporation is:
1699 Coral Way, Suite 315, Miami, Florida, 33145. The name of the initial
registered agent of this corporation at that address is: Wanda I. Rufin,
Esquire.

ARTICLE VI: MAILING ADDRESS

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CLERK OF DISTRICT COURT
MIAMI, FLORIDA

The mailing address of the corporation is: 1699 Coral Way, Suite 315,
Miami, Florida, 33145.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have one(1) director initially. The number of
directors may be either increased or diminished from time to time by the By-
Laws, but shall never be less than one (1).

NAME

ADDRESS

Jesus Martinez- Diez P/D

1699 Coral Way
Suite 315
Miami, Florida 33145

ARTICLE VIII: INCORPORATORS

The name and post office address of the subscriber of these Articles of
Incorporation is:

NAME

ADDRESS


Jesus Martinez-Diez, as President of
DONNER INTERNATIONAL LIMITED,
a British Virgin Islands Corporation

1699 Coral Way
Suite 315
Miami, Florida 33145

ARTICLE IX: AMENDMENT

This corporation reserves the right to amend or repeal any provision
contained in these Articles of Incorporation, or any amendment to them, and
any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 21 day of June, 2004.



INCORPORATOR: Jesus Martinez-Diez as
President of DONNER INTERNATIONAL
LIMITED

CERTIFICATE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above-named corporation at the place designated in this Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Registered Agent

6/21/04

Dated

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TAMPA, FLORIDA