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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: EMPAC, INC.
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ARTICLES OF INCORPORATION
OF
EMPAC, INC.

The undersigned incorporator forms a corporation for profit
under Chapter 607, Florida Statutes.

ARTICLE I

The name of the corporation is:

EMPAC, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation shall engage in the business of

The corporation shall engage in the transaction of any or all
lawful business for which corporations may be incorporated under
Chapter 607, Florida Statutes.

ARTICLE IV

The corporation has the authority to issue 500 shares of
common stock, one class only. The par value of each share of
common stock is \$1.00.

ARTICLE V

The street address of the corporation's initial registered
office is:

10700 N. Kendall Drive, Suite 203
Miami, Florida 33176

SHELDON L. GOTTLEB
ATTORNEY AT LAW
10700 N. KENDALL DR.
SUITE 203
MIAMI, FL 33176
TEL # 305-203-8731
F.A.D. 971749

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TALLAHASSEE, FLORIDA

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The name of its initial registered agent at such address is:
Sheldon L. Gottlieb, Esq.

The initial place of business of the corporation shall be:
12840 S.W. 147 Street
Miami, Florida 33186

ARTICLE VI

The corporation shall have no less than one director(s). The name and address of the person who is to serve as director(s) on the initial board of directors is:

Eddie Edwards President
12840 S.W. 147 Street
Miami, Florida 33186

Marva Edwards Vice President
12840 S.W. 147 Street
Miami, FL 33186

Sharon Smith Secretary
12840 S.W. 147 Street
Miami, FL 33186

Olga Anderson Treasurer
12840 S.W. 147 Street
Miami, FL 33186

ARTICLE VII

The names and addresses of each subscriber of these Articles of Incorporation, the number of shares each agrees to take and the value of consideration are:

<u>NAME AND ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Eddie Edwards 12840 S.W. 147 Street Miami, FL 33186	500	
Marva Edwards 12840 S.W. 147 Street Miami, FL 33186	500	

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ARTICLE VIII

The name and address of the incorporator is:

Sheldon L. Gottlieb
10700 N. Kendall Drive, Suite 203
Miami, Florida 33176

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on the 23 day of January, 1995.

Sheldon L. Gottlieb
SHELDON L. GOTTLIEB

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared SHELDON L. GOTTLIEB, who, after being first duly sworn, deposes and says:

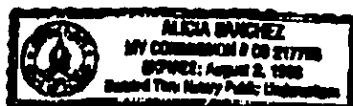
1. That he is the incorporator of the above-named corporation.

2. The contents of the foregoing Articles of Incorporation are true and correct.

SWORN TO and subscribed before me, the undersigned authority, this 23 day of January, 1995.

Alicia Sanchez
NOTARY PUBLIC

My commission expires:



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

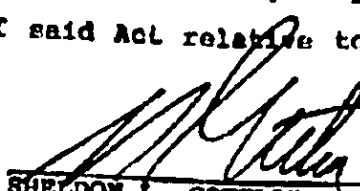
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The following is submitted in compliance with Chapter 607,
Florida Statutes.

EMPAC, INC., desiring to organize under the laws of the State
of Florida, has named Sheldon I. Gottlieb, Esq., located at 10700
North Kendall Drive, Suite 203, Miami, Dade County, Florida, as its
registered agent to accept service of process within this State.

ACCEPTANCE

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


SHELDON I. GOTTLIB
Registered Agent

1/26/95

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