



P950000 12552
FUTURISTIC MANAGEMENT
CONSULTANTS, INC.

WEDNESDAY FEBRUARY 1, 1995

MRS SANDRA B. MORTHAM
SECRETARY OF STATE
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

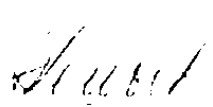
BOOK 00014103220
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Madame Secretary,

Attached, please find our check covering the filing fees for the Articles of Incorporation of H.R.V. INTERNATIONAL, INC. and PHILOMA BAPTISTE MAINTENANCE, INC. Please have your office process them and return them to us as soon possible.

We thank you very much.

Sincerely


Lyla Renolt, President.

FILED
95 FEB 19 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation

HRV INTERNATIONAL, INC.

FILED
95 FEB 13 PM 3:27
TALLAHASSEE, FLORIDA

We, the undersigned hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation of a corporation for profit with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of the State of Florida these Articles of Incorporation, and to this end we do, by this Articles, set forth:

ARTICLE I

The name of this Corporation shall be:

HRV INTERNATIONAL, INC.

Its principal business shall be carried on at 3050 Biscayne Boulevard, Suite 508, Miami, Florida 33137 and at such other places or points in the State of Florida, and the United States and foreign countries as may from time to time be authorized by the Board of Directors.

ARTICLE II

The general nature of and the objects and purpose to be transacted and carried on by this Corporation under the Statutes of the State of Florida is as follows:

SECTION 1

To conduct a general business in any activity allowed by law.

SECTION 2

To engage in any lawful activities including the purchasing, leasing, renting, selling, holding and otherwise acquiring and disposing of real estate and personal property, both tangible and intangible, and either as owner, broker, agent or factor.

SECTION 3

To engage in the purchase or acquisition of property, business rights of franchise, or for additional working capital, or for any other object in or about its business affairs, and without limit as to the amount, to incur debts, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other dispositions of bonds, warrants debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds whether secured by mortgage, pledge, deed of trust or otherwise.

SECTION 4

This corporation shall have all the general powers together with all of the additional and specific powers granted by the laws of the State of Florida, as well as all implied powers in carrying out the foregoing powers.

SECTION 5

The foregoing clauses shall be construed both as objects and powers, but not recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but

is hereby expressly declared that other lawful powers not inconsistent therewith are hereby included.

ARTICLE III

The total number of shares of stock which may be issued by the Corporation shall be Ten Thousand (10,000) shares and all of said stock shall be common stock. Said shares of stock may be issued by the Board of Directors as they see fit.

ARTICLE IV

The initial investment of capital in this Corporation shall be \$30,000.00.

ARTICLE V

The principal place of business of the Corporation shall be at 3050 Biscayne Boulevard, Suite 508, Miami, Florida 33137, and it may have such other places of business both within and without the State of Florida and in foreign countries, as may be necessary or convenient.

ARTICLE VI

This Corporation shall have perpetual existence.

ARTICLE VII


The name and post office address of the first Directors of this Corporation, who shall hold office for the first year or until their successors are elected shall be:


President/Treasurer	Lyla Renolt 3050 Biscayne Boulevard, Suite 508 Miami, Florida 33137
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Secretary	Emilel Viso 3050 Biscayne Boulevard, Suite 508 No. Miami, Florida 33161
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This Corporation shall have two Directors. The number of Directors may be increased or diminished from time to time by virtue of the by-laws adopted by the stockholders/directors.

IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledged to be filed the foregoing Articles of Incorporation this 27th day of January, 1995.


Lyla Renolt, President/Treasurer


Emilel Viso, Secretary

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

In pursuant of Chapter 48.001, Florida Statutes, the following is submitted, in compliance with the said Act:

HRV International, Inc. organizing under the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named Lyls Renolt as its agent to accept service of process within this State.

ADDRESS OF REGISTERED AGENT IS: 8080 Biscayne Boulevard, Suite 508
Miami, Florida 33137

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept service of process for the above stated Corporation, at the place 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.

BY:

Lyls Renolt
Registered Agent

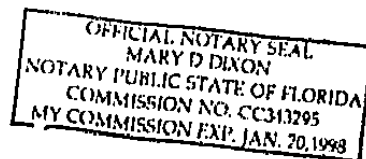
STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this 27th day of January, 1995, personally appeared before me an officer duly authorized to administer oaths and take acknowledgment, Lyls Renolt and Emmet Viso, to me, well known to be the individual who executed the foregoing Certificate of Incorporation and he acknowledged before me that they executed and subscribed to the same freely and voluntarily for the purposes stated:

WITNESS my signature and official seal at the City of Miami, County of Dade, State of Florida, this 27th day of January, 1995.

Mary D Dixon
Notary Public, State of Florida at Large
County of Dade

My Commission Expires:



FILED
95 FEB 13 PM 3:27
TALLAHASSEE, FLORIDA