

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailer No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

MAR 7 1995 BSB

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>SW</u>	_____	_____	_____

WALK-IN Will Pick Up 3-7 11:00

RE: Northern Light, Inc.

175000018370

	FEE.	DISBURSED
Art. of Amend. File	1.00	
Dissolution/Withdrawal	03/07795-01034-032	
C U S .	****70.00	****70.00
Fictitious Name File		
Name Reservation		
Annual Report/Information		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX ()		
SUBTOTALS		

EFFECTIVE DATE
 MAR 6 1995

RECEIVED
 DEPARTMENT OF REVENUE
 TALLAHASSEE, FL 32301
 MAR 7 1995 11:17

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

FILED
 MAR 7 1995 11:00
 SECRETARY OF STATE
 TALLAHASSEE, FL 32301

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF

NORTHERN LIGHT, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

FILED
95 MAR -7 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Name

EFFECTIVE DATE
MAR 6 1995

The name of the corporation is **NORTHERN LIGHT, INC.** with offices at **4144 N.W. 90TH AVENUE, #102, CORAL SPRINGS, FLORIDA 33065.**

ARTICLE II
Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged except that if they are not filed by the Department of State or the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III
Nature of Business

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

ARTICLE IV
Capital Stock

(a) Authorized Capital. The maximum number of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

Elena Moure-Domecq, Esq.
Florida Bar No.: 0603340
1850 S.W. 8th Street
Suite 401
Miami, Florida 33135

(c) Cumulative Voting. Cumulative voting shall not be permitted.

ARTICLE V
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is **1850 S.W 8TH STREET, SUITE 401, MIAMI, FLORIDA 33135**, and the name of the initial registered agent of this corporation at that address is **Elena Mouze**.

ARTICLE VI
Directors

(a) Number. This corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time by laws, but shall never be less than one.

(b) Initial Directors. The names and street addresses of the members of the first board of directors of the corporation.

Name	Address
SOFIA B. SORENSEN	8960 N.W. 11th STREET
	PEMBROKE PINES, FLORIDA 33024
Name	Address
LUCIO CARETE	8960 N.W. 11TH STREET
	PEMBROKE PINES, FLORIDA 33024

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in an other capacity and receive compensation therefor in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, offices, employees and agents to the full extent permitted by law.

ARTICLE VII
Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended, or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaws are not subject to amendment or repeal by the directors.

ARTICLE VIII
Incorporator

The name and street address of the of this corporation is:

ELENA MOURE-DOMEQ

**1850 S.W. 8th Street
Suite 401
Miami, Florida 33135**

ARTICLE IX
Amendment

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

IN WITNESS WHEREOF, the incorporator has executed these Articles the 17 day of March, 1995.


ELENA MOURE-DOMEQ, ESQ.

STATE OF FLORIDA:

COUNTY OF DADE :

The foregoing instrument was acknowledged before me this
6th day of March, 1995.

Maria Gonzalez

Notary Public, State of Florida
My commission expires January 21, 2001

FRANCIS J. JIMENEZ & ASSOCIATES

**CERTIFICATE DESIGNATE PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN, FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.**

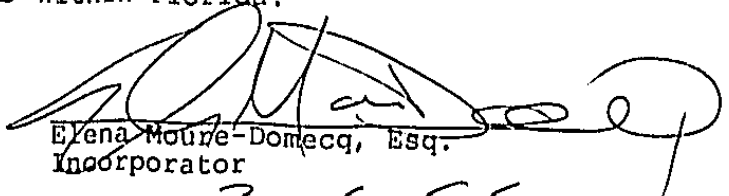
FILED

95 MAR -7 PM 12:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

NORNEW LIGHT, INC., desiring to organize or qualify under the laws of the State of Florida with it's principal place of business at the City of Miami, State of Florida, has named Elena Moure-Domecq, located at 1850 S.W. 8th Street, Suite 401, Miami, Florida 33135, as it's agent to accept service of process within Florida.

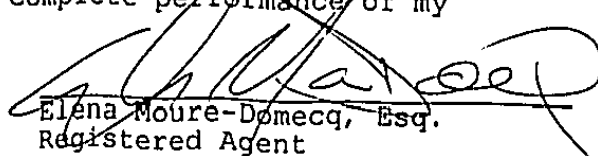


Elena Moure-Domecq, Esq.
Incorporator

Dated: 3-6-95

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Elena Moure-Domecq, Esq.
Registered Agent

Dated: 3-6-95