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March 25, 1995

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

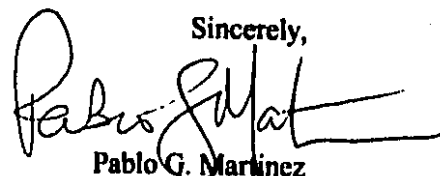
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RE: CIBAO de SERVICIOS INC.

Gentlemen:

Enclosed please find the Articles of Incorporation and the Certificate of Registered Agent for CIBAO de Servicios, Inc. Kindly file same and return a certified copy to me. Enclosed please find my check for \$ 122.50 to cover the filing fees and certified copy fee.

Sincerely,


Pablo G. Martinez

PGM: mm
Enclosure

FILED
95 MAR 29 PM 2:48
TALLAHASSEE, FLORIDA

KJR

**ARTICLES OF INCORPORATION
OF
CIBAO de Servicios, Inc.**

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is CIBAO de Servicios, Inc.

SECOND: The mailing address, wherever located, of the principal office of the corporation, if known, is 6371 RODMAN STREET, HOLLYWOOD, FL 33023.

FOURTH: The number of shares that the corporation is authorized to issue is 20, all at \$ 1.00 par value and are of the same class and are to be Common shares.

FIFTH: The street address of the initial registered office of the corporation in the State of Florida is 5655 JOHNSON STREET, SUITE A, HOLLYWOOD, FL 33021.

The name of the initial registered agent of the corporation at the said registered office is PABLO G. MARTINEZ

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

SIXTH: The name and the address of the incorporator is:

NAME	ADDRESS
Jose M. Alvarez	6371 Rodman Street Hollywood, FL 33023

SEVEN: The purposes for which the corporation is organized is to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

EIGHTH: The duration of the coporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding

such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

The undersigned Incorporator has executed these Articles of Incorporation this 3-24 day of March 1995.

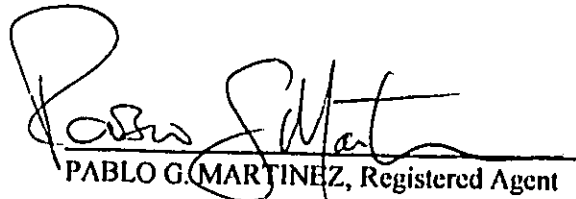

JOSE M. ALVAREZ, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CIBAO de Servicios, Inc.
2. The name and address of the registered agent and office is:
Pablo G. Martinez
5655 Johnson St., Suite A
Hollywood, FL 33021

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


PABLO G. MARTINEZ, Registered Agent

Dated: March 24, 1995

FILED
MARCH 29 PM 2:40
CLERK OF COURT
HOLLYWOOD, FLORIDA