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1. BROWN AUG - 9 1995

ARTICLES OF INCORPORATION
OF
INTERNATIONAL ENGINEERED SYSTEMS, LTD., INC.

The undersigned for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is **INTERNATIONAL ENGINEERED SYSTEMS, LTD., INC.** and its address is 1304 S.W. 160th Avenue, Suite 659, Ft. Lauderdale, Florida, 33326.

ARTICLE II

Duration

The duration of the corporation shall be perpetual.

ARTICLE III

Purposes

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 500. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE V

Registered Office and Agent

The street address of the initial registered office of the corporation is 1304 S.W. 160th Avenue, Suite 659, Ft. Lauderdale, Florida, 33326, and the name of its initial registered agent at such address is Jose R. Baz.

ARTICLE VI

Directors

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is two (2). The names and addresses of the persons who are to serve as the member of the initial board of directors are:

Jose R. Baz
1304 S.W. 160th Avenue
Suite 659
Ft. Lauderdale, Florida 33326

Maria A. Baz
1304 S.W. 160th Avenue
Suite 659
Ft. Lauderdale, Florida 33326

ARTICLE VII

Incorporator

The name and address of the Incorporator are:

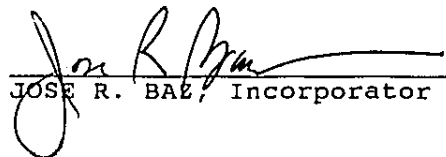
Jose R. Baz
1304 S.W. 160th Avenue
Suite 659
Ft. Lauderdale, Florida 33326

ARTICLE VIII

Indemnification


The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director of shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 07 day of August, ~~1995~~, per
1995.

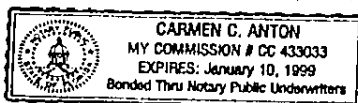

JOSE R. BAZ, Incorporator

STATE OF ~~FLORIDA~~)
FLORIDA) ss
COUNTY OF BROWARD)

~~per~~ The foregoing instrument was acknowledged before me this 07
August
day of ~~XXXXXX~~ 1995, by JOSE R. BAZ, who is personally known to me
and who did not take an oath.

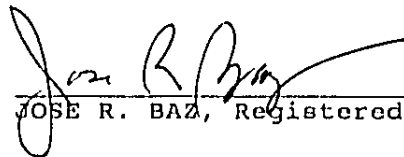

Notary Public
CARMEN C. ANTON
Printed Name

My commission expires: 01/10/99



Acknowledgement of Appointment by Registered Agent

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.


JOSE R. BAZ, Registered Agent