

P95000062399

New Address
U.S. Justice Department Building
Penthouse 1
155 South Miami Avenue
Miami, Florida 33150
(City, state, Zip) (Phone #)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- 1. _____
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status

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08 AUG 11 AM 9:53
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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8/14/95

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Examiner's Initials

LUIS F. RODRIGUEZ KOHLY
ATTORNEY AT LAW

ARTICLES OF INCORPORATION OF
PORTCO INTERNATIONAL CORPORATION

A Florida For Profit Corporation

THE UNDERSIGNED, FOR PURPOSES OF FORMING A CORPORATION
UNDER THE FLORIDA GENERAL CORPORATION ACT, adopt the
following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is PORTCO INTERNATIONAL
CORPORATION.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The Corporation may transact any and all lawful business for
which corporations may be incorporated under the Florida General
Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares that the Corporation has authority
to issue is 1000, all of which shall be common shares with no par
value.

ARTICLE FIVE
PREEMPTIVE RIGHTS IN PROPORTION TO SHARES

Each shareholder shall have preemptive rights only in the portion
of shares being issued or sold equal to the proportion that the

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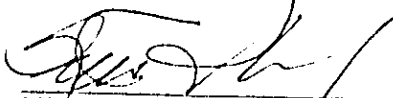
LUIS RODRIGUEZ KOHLY
ATTORNEY AT LAW

Number of shares then held by the shareholder bears to the total number of shares in the same class then outstanding.

ARTICLE SIX
REGISTERED OFFICE - PRINCIPAL OFFICE - MAILING ADDRESS

The street address of the initial registered office of the Corporation is: U.S. Justice Department Building, Penthouse 1, 155 South Miami Avenue, Miami, Florida 33130, and the name of the initial registered agent at that address is Luis F. Rodriguez Kohly, Esq. The address of the principal office, and the mailing address of the corporation are U.S. Justice Department Building, Penthouse 1, 155 South Miami Avenue, Miami, Florida 33130.

By his signature below, Luis F. Rodriguez Kohly, Esq., acknowledges that he is familiar with, and accepts the duties and responsibilities of, being a registered agent.



LUIS F. RODRIGUEZ KOHLY, ESQ.
REGISTERED AGENT

ARTICLE SEVEN
DIRECTORS

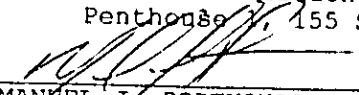
The initial Board of Directors of the Corporation shall consist of one member. The name and address of the member of the first Board of Directors is:

Manuel J. Portuondo, U.S. Justice Department Building,
Penthouse 1, 155 South Miami Avenue, Miami, Florida 33130.

ARTICLE EIGHT
INCORPORATOR

The name and address of the incorporator is:

Manuel J. Portuondo, U.S. Justice Department Building,
Penthouse 1, 155 South Miami Avenue, Miami, Florida 33130




MANUEL J. PORTUONDO

LUIS RODRIGUEZ KOHLE
ATTORNEY AT LAW

APPEARED TO ME ON THE 11 DAY OF August, 1995, by MANUEL J.
ESPINOZA, THE INSTRUMENTOR, who is known to me, and who provided
me with the following information:

of who is personally known to me.


NAME: John C. Esawash
NOTARY PUBLIC, STATE OF FLORIDA
ADDRESS: 9300 S. DORLAND BLVD.
MIAMI FL. 33152



JOHN G ESPINOZA
My Commission CC474678
Expires Jun. 20, 1999
Bonded by ANB
800-862-8678

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Sunstate Research Assoc.
Requestor's Name

PO Box 11271
Address

Tall FL 32302
City/State/Zip Phone #

Office Use

59 JUL - 11 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. Portco International Corporation
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

SEARCHED INDEXED
SERIALIZED FILED
JUL 11 1996
TALLAHASSEE, FLORIDA

- Walk in
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<input type="checkbox"/>	Fictitious Name
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
PORTCO INTERNATIONAL CORPORATION

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96 JUL -2 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is PORTCO INTERNATIONAL CORPORATION (the "Corporation").

2. The following amendment of the Articles of Incorporation was agreed to and adopted by the director and shareholder of the Corporation on the 25th day of June, 1996, in the manner prescribed by Section 607.1003 of the Florida Business Corporation Act:

ARTICLE I of the Articles of Incorporation of the Corporation shall be amended to read as follows:

"ARTICLE I

The name of the Corporation shall be PORTUONDO-TARAJANO INTERNATIONAL CORP."

Dated: 6/25/96

PORTCO INTERNATIONAL CORPORATION,
a Florida corporation

By: [Signature]
Mandel J. Portuondo, President