

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 221-8870
 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 _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS

96 JAN - 8 PM 2:05

AL JAN - 8 1995

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN Will Pick Up NC 1-8

RE: Garnik Properties, inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service	****122.50****	****122.50****
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 Prop.		
FAX () pgs.		

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 96 JAN - 8 AM 9:57
 DIVISION OF CORPORATIONS

SUBTOTALS

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

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
GARNIK PROPERTIES, INC.

ARTICLE I.

The name of this corporation shall be:

GARNIK PROPERTIES, INC.

ARTICLE II.

The general nature of business to be carried on by this corporation,
is:

- a. To enter into any and all contracts with any person, firm, corporation and/or association.
- b. To engage in the transaction of any and all lawful business or businesses for which corporations may be incorporated under the General Corporation Act of the State of Florida.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to issue is SIX THOUSAND (6,000) shares of common stock of TEN and NO/100 (\$10.00) DOLLARS par value each.

ARTICLE IV.

The shareholders of this corporation shall have preemptive right to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

ARTICLE V.

This corporation is to have perpetual existence.

ARTICLE VI.

The principal office of this corporation shall be located at 7845 N.W. 57th Street, Suite A, Miami, Florida 33166, with the corporation retaining the power of moving its office to any other address in the State of Florida, as may, from time to time, and at any time, be determined by its Board of Directors, with branch offices in such other cities, counties, states and countries as may from time to time, and at any time, be determined by its Board of Directors.

ARTICLE VII.

The initial registered office of this corporation shall be at 7845 N.W. 57th Street, Suite A, Miami, Florida 33166. The initial Registered Agent at such address shall be LEON NICK.

ARTICLE VIII.

This corporation shall at all times have at least TWO (2) Directors who shall conduct the business of the corporation as a Board of Directors. The stockholders of the corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation, provided the corporation has at least TWO (2) Directors.

ARTICLE IX.

The names and addresses of the members of the initial Board of Directors of the corporation, who shall hold office until the first annual meeting of shareholders, and until their successors are elected and qualified, or until their earlier removal from office, resignation or death are

LEON NICK
7845 N.W. 57th Street
Suite A
Miami, Florida 33166

RODOLFO L. GARCIA
7845 N.W. 57th Street
Suite A
Miami, Florida 33166

ARTICLE X.

The name and address of the incorporators are:

LEON NICK
7845 N.W. 57th Street
Suite A
Miami, Florida 33166

RODOLFO L. GARCIA
7845 N.W. 57th Street
Suite A
Miami, Florida 33166

ARTICLE XI.

The By-Laws of this corporation may be created, amended, changed or replaced by the Shareholders or the Directors of the corporation at any duly scheduled regular or special meeting called for that purpose.

ARTICLE XII.

This corporation shall indemnify any officer or Director, or any former officer or Director, or any person who serves, at the request of the corporation, as an officer or director of another corporation, to the full extent permitted by law.

We, the undersigned, do hereby subscribe, acknowledge and file these Articles of Incorporation, hereby certifying that the facts contained herein are true and correct, and accordingly hereto set our hands and seals this 5th day of January, 1996.



LEON NICK

(SEAL)

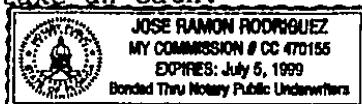


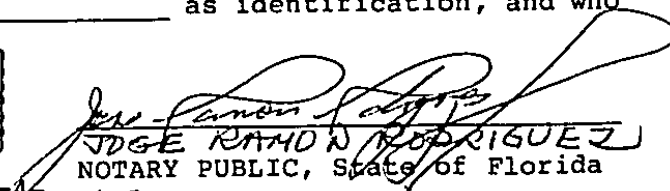
RODOLFO L. GARCIA

(SEAL)

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 5th day of January, 1996, by LEON NICK and RODOLFO L. GARCIA, who are personally known to me or who have produced Florida Drivers Licenses as identification, and who did not take an oath.





JOSE RAMON RODRIGUEZ
NOTARY PUBLIC, State of Florida
at Large

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

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said Act:

First--That GARNIK PROPERTIES, INC.

desiring to organize under the laws of the State of FLORIDA
with its principal office, as indicated in the articles of incor-
poration at City of MIAMI County
of DADE, State of FLORIDA

has named LEON NICK

located at 7845 N.W. 57th Street, Suite A
(Street address and number of building, Post Office Box
address not acceptable)

City of MIAMI, County of DADE

State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the provision
of said Act relative to keeping open said office.

By 
(Registered Agent)
LEON NICK

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