

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224 8870
 Mailing Address: Post Office Box 10149, 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 \$ _____

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 DIVISION OF CORPORATIONS
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REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN Will Pick Up NC - 1-8

RE: Garnik Enterprises, inc.

	C.O. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Expenses™		
<input checked="" type="checkbox"/> Art. of Inc. Filing		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership Filing		
<input type="checkbox"/> Foreign Corp. Filing		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. Filing		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name Filing		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Restatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 Filing		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		

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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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

GARNIK ENTERPRISES, INC.

ARTICLE I.

The name of this corporation shall be:

GARNIK ENTERPRISES, 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 FIVE THOUSAND (5,000) 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 RODOLFO L. GARCIA.

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

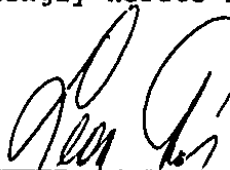
ARTICLE XI.

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.

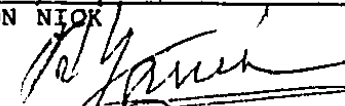
ARTICLE XII.

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)

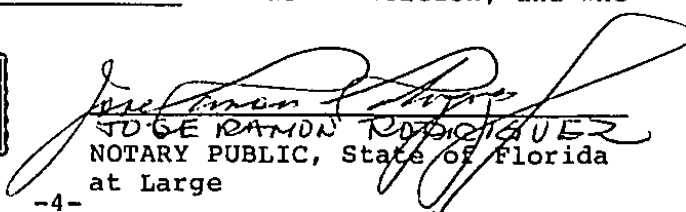


RODOLFO L. GARCIA (SEAL)

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

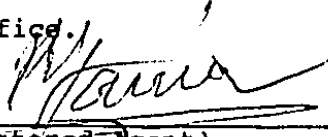
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

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

First--That GARNIK ENTERPRISES, 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 RODOLFO L. GARCIA
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)
RODOLFO L. GARCIA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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