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OF COUNSEL
JACK M. COE

January 2, 1996

Via Federal Express

Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32399

Re: Komodo, Inc., Favor, Inc. and Voice Imprints, Inc.

Dear Secretary of State:

Enclosed please find three Articles of Incorporation for the above-named corporations together with our check in the amount of \$367.50 as your filing fee. Please return a filed stamped copy of the Articles to our offices in the enclosed self-addressed stamped return envelope. Thank you for your speedy cooperation with this matter.

Sincerely,

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****367.50 ****122.50

SILVER & GARVETT, P.A.


LOIDA E. CASAL, Legal Assistant to
SCOTT A. SILVER

/lec

Enclosures

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96 JAN -4 PM 2:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
KOMODO, INC.**

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby applies to form a corporation under the laws of the State of Florida.

FIRST: The name of the corporation is Komodo, Inc.

SECOND: The corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

THIRD: The maximum number of shares of stock which this corporation is authorized to have at any time shall be 500 shares, having a One Dollar (\$1.00) par value each.

All of the aforementioned stock is to be issued as fully paid for and is exempt from assessment.

The capital stock may be paid for in property, labor, or services at a just valuation, to be fixed by the incorporator, or by the board of directors at a meeting called for such purposes, or at the organizational meeting.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of the capital stock, and said purchase shall be

on such basis and for consideration and the issuance of so much of the capital stock as the directors of the company may decide.

FOURTH: The amount of capital with which the corporation may begin business will not be less than Five Hundred (\$500.00) Dollars.

FIFTH: The corporation is to have perpetual existence.

SIXTH: The address of the corporation's initial registered office, and the name of the initial registered agent at such address is as follows:

Ernesto Roque
7111 S.W. 102nd Court
Miami, FL 33173

SEVENTH: The number of directors constituting the initial board of directors are three (3).

EIGHT: The name and post office address of the first board of directors, who, subject to the provisions of these Articles of Incorporation and of the corporation's existence, or until their successors are elected and shall have qualified, are the following:

Directors:	Ernesto Roque
	Gonzalo Montes de Oca
	Carlos Munoz
	7111 S.W. 102nd Court
	Miami, FL 33173

NINTH: The name and the post office address of the incorporator is:

Ernesto Roque
7111 S.W. 102nd Court
Miami, FL 33173

TENTH: The name and post office address of the principal corporate officer which is also the corporation's principal office and mailing address is:

Ernesto Roque
7111 S.W. 102nd Court
Miami, FL 33173

ELEVENTH: In furtherance and not in limitation of the power conferred by the laws of the State of Florida, the board of directors is hereby especially authorized:

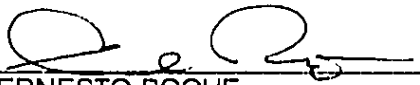
a. To make and alter the by-laws at pleasure.

b. To fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages and lien by the property and franchises of this corporation.

TWELFTH: Cumulative voting may be permitted by the terms of the by-laws:

IN WITNESS WHEREOF, the party hereto has set his hand and seal this

2nd day of January, 1996.


ERNESTO ROQUE
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BE IT REMEMBERED, that on this day personally appeared, before me, ERNESTO ROQUE, party to the foregoing Articles of Incorporation to be the act and deed of the signers, and that the facts therein states are truly set forth.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

SWORN TO AND SUBSCRIBED before me this And day of January,
1996 by ERNESTO ROQUE, who is personally known to me or has produced
_____ as identification.



"OFFICIAL SEAL"
Loida E. Casal
My Commission Expires 6/14/98
Commission #CC 380956

Loida E. Casal
Notary Public, State of Florida
Commission No. 380956
My Commission Expires: 6/14/98

I **HEREBY** am familiar with and accept the duties and responsibilities as
registered agent for said corporation.

Ernesto Roque
ERNESTO ROQUE, Registered Agent for
KOMODO, INC.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

SWORN TO AND SUBSCRIBED before me this And day of January,
1996 by ERNESTO ROQUE, who is personally known to me or has produced
_____ as identification.



"OFFICIAL SEAL"
Loida E. Casal
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SECRETARY OF STATE