P96000033057 [aw Offices of Jorge Gaviria]

Jorge Gaylria

9769 S. Dixio Hwy. No. 201 Miami, Florida 33150 Telephone 305-668-8844 Fax 305-667-7004

TOP 15 PH 3: 44

Department of State Division of Corporations 409 E. Gaines St. Tallahassee, Florida 32399

Re: MAGK GROUP, Inc. DELTA, INC.

000001748370 -03/19/96--01020--014 ****245.00 ****122.50

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50 for each corporation, representing the fees for filing of each corporation and a certified copy.

Thank you for your assistance in this matter.

Sincefely

Jorge Gaviria

5/16

N96-6188



March 22, 1996

JORGE GAVIRIA, ESQ. SUITE 201 9769 S. DIXIE HIGHV 'Y MIAMI, FL 33156

SUBJECT: DELTA, INC. Ref. Number: W96000006188

We have received your document for DELTA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Fiorida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Letter Number: 396A00013214

Teresa Brown Corporate Specialist



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 22, 1996

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Teresa Brown Corporate Specialist

Letter Number: 396A00013214

Ha Villen Low.

ARTICLES OF INCORPORATION OF

DELTA VILLAGE, INC.

In compliance with the requirements of the Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is DELTA VILLAGE, INC.

ARTICLE II

The mailing address of the corporation is: P.O. BOX 520013, MIAMI, FLORIDA 33184.

ARTICLE III

The maximum number of shares this corporation is authorized to issue is ONE HUNDRED (100), all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV

The purpose of this corporation shall be to engage in business and matters related to Real Estate and any other general purpose authorized by Florida Statutes Chapter 607.

ARTICLE V

The initial street address of the corporation's principal office is: 8005 SW 157ct., Miami, Florida 33193. The initial Registered Agent for the corporation is:

JORGE GAVIRIA 9769 S. Dxie Hwy. Suite 201 Miami, Florida 33156

ARTICLE_VI

The initial Board of Directors shall consist of one (2) members. The names and addresses who will serve on the initial

Board of Directors are:

Miguel Alvaroz P.O. Box 520013 Miami, Florida 33184

George Kenhan 8005 SW 157 ct. Miami, Florida 33139

ARTICLE VII

The names and addresses of the persons signing these Articles of Incorporation are:

NAME

ADDRESS

Jorge Gaviria

9769 S. Dixie Hwy. Suite 201 Miami, Florida 33156

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE IX

PREEMPTIVE RIGHT

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares equals at the time of issue bears the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of the shares, and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waive submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE X MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular, or annual meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by Florida Statute 607.0820(4).

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this March 13, 1996

Jorge Gaviria

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **DELTA VILLAGE**, **INC**. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501(3).

JORGE GAVIRIA