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FROM: EMPIRE CORPORATE KIT COMPANY
1492 [illegible] FLAGLER ST
SUITE 20[illegible]
MIAMI FL 3313[illegible]
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H96000006215))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: P.A.L. INVESTMENTS INC.
FAX AUDIT NUMBER: H96000006215
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(3)

ARTICLES OF INCORPORATION
OF
P.A.L. INVESTMENTS, INC., a Florida Corporation

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ARTICLE I - NAME

The name of this Corporation is P.A.L. INVESTMENTS, INC., a Florida Corporation.

ARTICLE II - DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 120 shares of One Dollar ($1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - REGISTERED OFFICE AND AGENT AND CORPORATE ADDRESS

The name and street address of the initial registered office of this Corporation is Lissette B. Perez, 9400 West Flagler Street, #402, Miami, Florida 33174. The initial corporate address of this corporation is 275 Fontainebleau Blvd., Suite 160, Miami, Florida 33172.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have THREE (3) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than (3). The name and addresses of the initial Directors are:

NAME	ADDRESS
Pedro Lopez	8530 N.W. 177th Street Palm Springs North Miami, Florida 33015
Amado Maderos	1310 N.W. 36th Avenue Miami, Florida 33125
Llscette B. Perez	9400 West Flagler Street, #402 Miami, Florida 33174

This Document Prepared By:
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ARTICLE VII-BYLAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII-INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X-INCORPORATOR

The person signing these articles is Lissette B. Perez whose address is 9400 West Flagler Street, #402, Miami, Florida 33174.

ARTICLE XI-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 28 day of April, 1996.

Lissette B. Perez

Lissette B. Perez

FILED 96 MAY -2

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this 28th day of April, 1996.

Lissette B. Perez

Lissette B. Perez

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