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FILED  
95 MAY 13 AM 9:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Jorge Franck  
101 SW 15 Road  
Miami Beach, Fla 33129

May 3, 1996

8000001821118  
-05/14/96--01122--008  
\*\*\*\*122.50 \*\*\*\*122.50

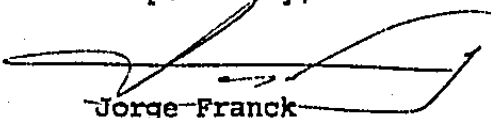
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fla 32314

Dear Sirs :

Enclosed find one original and a copy of the Articles of Incorporation of FUTURA SYSTEMS, INC. Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50 which includes the statutory filing fee.

Your assistance in establishing the professional corporation to be known as FUTURA SYSTEMS, INC. is appreciated.

Respectfully,



Jorge Franck  
Registered Agent

F. CHESSEER

MAY 20 1996

ARTICLES OF INCORPORATION

OF

FUTURA SYSTEMS, INC.

ARTICLE I - NAME

The name of the corporation is FUTURA SYSTEMS, INC.

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this Corporation is 101 SW 15 Road, Miami, Fla 33129.

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TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial registered agent for this corporation is Jorge Franck at 101 SW 15 Road, Miami, Fla 33129.

ARTICLE VIII - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of this Corporation is:

101 SW 15 Road  
Miami, Fla 33129

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time , in accordance with the by-laws of the corporation , but shall never be less than one (1). The name and address of the initial director of this corporation is:

NAME

ADDRESS

Jorge Franck

101 SW 15 Road  
Miami, Fla 33129

Haim Einhorn

2899 Collins Ave, #1642  
Miami Beach, Fla 33140

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is :

Jorge Franck  
101 SW 15 Road  
Miami, Fla 33140

ARTICLE XI - BY-LAWS

The power to adopt , alter , amend or repeal by-laws shall be vested in the Board of Directors.

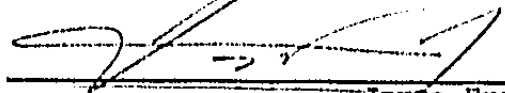
ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any officer or director , or any former officer or director , to the full extent permitted by law.

ARTICLE XIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation , or any amendment thereof , and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF , the undersigned subscriber has executed  
these Articles of Incorporation on this 3rd day of May, 1996.

  
\_\_\_\_\_  
Jorge Franck

STATE OF FLORIDA

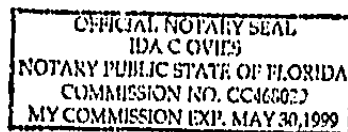
COUNTY OF DADE

THE FOREGOING ARTICLES OF INCORPORATION were sworn to and  
acknowledged before me on this 3rd day of May, 1996 , by  
Jorge Franck.

  
\_\_\_\_\_  
Notary Public  
State of Florida

Personally known to me  
(or I.D. shown).

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS  
WITHIN THE STATE , NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.  
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In pursuance of Chapter 48.091 , Florida Statutes , the following  
is submitted in compliance with said Act:

FUTURA SYSTEMS, INC. desiring to organize under  
the laws of the State of Florida , with its principal office as  
indicated in the Articles of Incorporation has named Jorge Franck  
at 101 SW 15 Road, Miami, Fla, 33129 its Agent to accept service of  
process within the State.

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

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

By: \_\_\_\_\_

Jorge Franck