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June 21, 1996

Florida Department of Revenue
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-06/25/96--01127--004
****122.50 ****122.50

Re: Initial Filing for Blaya International, Inc.

Gentlemen:

Enclosed please find, for immediate filing, the Articles of Incorporation for Blaya International, Inc., a Florida corporation, together with a copy thereof. Please file forthwith, and return a certified copy of the Article of Incorporation to us, in the enclosed stamped addressed envelope, at your earliest convenience.

As your fee for the filing of the Articles of Incorporation, the Designation of Registered Agent, and the Certified Copy thereof, enclosed please find this firm's check in the amount of \$122.50, payable to the Secretary of State.

Thank you for your cooperation. If you should have any questions, or if I may otherwise be of assistance, please do not hesitate to contact me.

Sincerely

Douglas J. Sanders

Douglas J. Sanders

Enclosures

DJS/la

FILED
96 JUN 24 PM 2:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GB 6/26/96

**ARTICLES OF INCORPORATION
OF
BLAYA INTERNATIONAL, INC.
A Florida Corporation**

FILED
96 JUN 24 PM 2:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida General Corporation Act Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation is BLAYA INTERNATIONAL, INC.

ARTICLE II

DURATION

The corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida. The corporation will make investments.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is One Alhambra Plaza, Suite 620, Coral Gables, FL 33134, and the name of the initial registered agent of the corporation at that address is Douglas J. Sanders. The principal office of the corporation is Two Alhambra Plaza, Suite 508, Coral Gables, FL 33134.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and the successors shall have been duly elected and qualified, or until any earlier resignations, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the corporation. The name and address of the one (1) initial director of the corporation is:

NAME

ADDRESS

Joaquin F. Blaya Two Alhambra Plaza, Suite 508, Coral Gables, FL 33134.

ARTICLE VII

INCORPORATOR

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

NAME

ADDRESS

Douglas J. Sanders One Alhambra Plaza, Suite 620, Coral Gables, FL 33134.

ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with the law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 21st day of June, 1996.

Douglas J. Sanders
DOUGLAS J. SANDERS

STATE OF FLORIDA

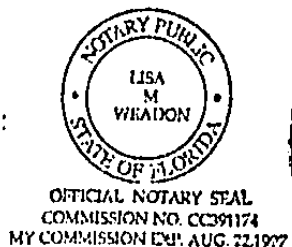
COUNTY OF DADE

THE FOREGOING ARTICLES OF INCORPORATION were acknowledged to before me, at Miami, Dade County, Florida, on this 21 day of June, 1996, by Douglas J. Sanders, who is personally known to me and who did take an oath.

Lisa M. Weardon

NOTARY PUBLIC-STATE OF FLORIDA

My commission expires:



ACCEPTANCE

OF

DESIGNATION

AS

REGISTERED AGENT

FILED

96 JUN 24 PM 2:23

SECRETARY OF STATE
TALLAHASSEE FLORIDA

I HEREBY ACCEPT the appointment as the initial registered agent of BLAYA INTERNATIONAL, INC., a Florida corporation, as made in the foregoing Articles of Incorporation.

DATED this 21st day of June, 1996


DOUGLAS J. SANDERS
Registered Agent