

96000057660
INTERNATIONAL ACCOUNTING SYSTEM

ACCOUNTANTS AND TAX CONSULTANTS
ADMINISTRATIVE AND LEGAL SERVICES
COMPUTER SYSTEM SERVICES

FILED
JUL - 8 AM '96
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Miami, FL, June 27th, 1996

DEPARTMENT OF STATE
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

700001886437
-07/08/96--01060--014
***122.50 ***122.50

Gentlemen:

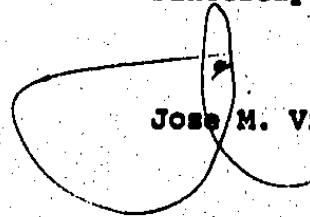
Enclose please find the articles of Incorporation
for: O.F.K. INC.

(original and one copy) as well a check for the amount
of \$ 122.50 for corresponding fees as follows:

Profits Corporation Filing Fees
Certified Copy
Registered Agent Designation.

Please for any question for this corporation, do not
hesitate to contact us by phone.

Sincerely



Jose M. Viana

7/10/96
JM

JMV/me
Enclose.

ARTICLES OF INCORPORATION
OF
O.F.K. INC.

FILED
JUL - 3 1996
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the STATE OF FLORIDA.

ARTICLE I - NAME:

The name of this corporation is:
O.F.K. INC.

ARTICLE II - NATURE OF THE BUSINESS:

This corporation may engage in any activity of business permitted under the laws of the United States, any State or any foreign country.

ARTICLE III - BEGINNING OF CORPORATE EXISTENCE:

The existence of this corporation shall commence on the 1st. day of JUNE, 1996, provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida law for the commencement of corporate existence; and shall continue perpetually unless dissolved according to law.

ARTICLE IV - CAPITAL STOCK:

The capital stock of this corporation shall be 100 COMON STOCKS
\$ 100.00 PAR VALUE.

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

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the Directors at a meeting called for such purposes.

ARTICLE V - INITIAL PRINCIPAL OFFICE OR MAILING ADDRESS:

The streed address of the initial principal office of this corporation is: 10380 SW 139 Street, Miami, Fl. 33176

The initial principal office or mailing address may be changed

by a majority of the members of the board of directors present at a validly convened meeting.

ARTICLE VI - INITIAL BOARD OF DIRECTORS:

The business of this corporation shall be conducted by a BOARD OF DIRECTORS of not less than one (1) Director, the exact number of Directors to be fixed by the Bylaws of this corporation. Directors need not be stockholders nor residents of Florida. The initial Directors of this corporation shall be:

RUBEN MORENO AND CLARISSA Q. MORENO

ARTICLE VII - SUBSCRIBERS:

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

RUBEN MORENO - 10380 SW 139 Street, Miami, Fl.

CLARISSA Q. MORENO- 10380 SW 139 Street, Miami, Fl.

ARTICLE VIII - BY LAWS:

The power to adopt, alter, amend, or repeal bylaws shall be vested in the stockholders.

ARTICLE IX - INDEMNIFICATION:

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as Officers or Directors of the corporation, and each person who serves at the request of the corporation as a Director or Officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being Director or Officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

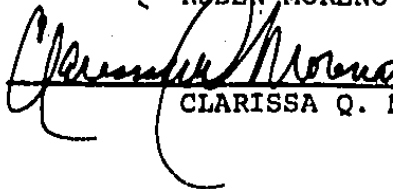
ARTICLE X - AMENDMENT:

In the Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of the Directors, proposed by them to the stockholders and approved at a stockholders meeting by the majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this Twenty seven day of June, 1996.



RUBEN MORENO



CLARISSA Q. MORENO

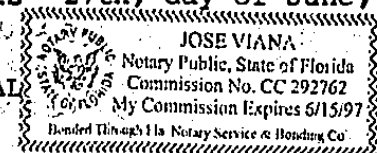
STATE OF FLORIDA

COUNTY OF DADE

SS: DADE

BEFORE ME, the undersigned authority, personally appeared RUBEN MORENO AND CLARISSA Q. MORENO who is personally known to me, and who presented Driver licenses identifications. and who executed and subscribed the foregoing Articles of Incorporation, and they acknowledged before me, that they executed the same and subscribed to the same for the purpose therein expressed.

WITNESS my hand and official seal at Dade County, Florida this 27th, day of June, 1996.

SEAL  JOSE VIANA
Notary Public, State of Florida
Commission No. CC 292762
My Commission Expires 6/15/97
Bonded Through His Notary Service & Bonding Co.

NOTARY PUBLIC, State of Florida
at Large. JOSE VIANA.

CERTIFICATE - REGISTERED AGENT

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

FILED
JUL - 8 AM '96
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with section 48.091, Florida Statutes, the following is submitted:

FIRST-- THAT O.F.K. INC.
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE
STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS
AT CITY OF Miami, STATE OF FLORIDA, HAS NAMED
RUBEN MORENO

LOCATED AT 10380 SW 139 Street, Miami, Fl. 33176
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SECOND-- THAT O.F.K. INC. RUBEN MORENO
PRINCIPAL OF BUSINESS AND ITS REGISTERED OFFICE ARE
LOCATED AT 10380 SW 139 Street, Miami, Fl. 33176

By: Ruben Moreno
RUBEN MORENO
Registered Agent

By: Clarissa Q. Moreno
CLARISSA Q. MORENO
Subscriber Secretary.

Date: June 27th, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PRO-
PER AND COMPLETE PERFORMANCE OF MY DUTIES.

By: Ruben Moreno
RUBEN MORENO
Registered Agent

DATE: June 27th, 1996