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FILED
96 JUL 25 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11762 S.W. 14th Street
Miami, Florida 33184
July 10, 1996

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

500001893895
-07/16/96--01019--018
****122.50 ****122.50

Re: Proposed Corporate's Name:
"MARELS MANAGEMENT, INC."

Gentlemen:

Enclosed, herewith please find original and one (1) copy of
the Articles of Incorporation and check in the amount of \$122.50
in payment of your fees.

Kindly forward filed copy directly to my attention.

Very truly yours,


Rosendo S. Rivero
Registered Agent

Enc. (As stated)

789,634,706,671
11/96—14917

D. BROWN JUL 25 1996

11762 S.W. 14th Street
Miami, Florida 33184
July 22, 1996

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

Att.- Doris Brown
Document Specialist

RE: SUBJECT: MARELS MANAGEMENT, INC.
REFERENCE NUMBER: W96000014917
LETTER NUMBER: 696A00034613

Dear Ms. Brown:

This will serve to acknowledge receipt of your letter dated July 17, 1996, in connection with the above captioned matter.

Enclosed, please find original and one copy of corrected documents for MARELS MANAGEMENT, INC. for completion of the filing process.

Please take note that the corporation's principal office and the registered agent office are the same. My telephone number is as follows: (305) 559-6291.

Kindly forward corporation's filed copy for my records.

Should you have any further questions, please feel free to contact me.

Sincerely,


Rosendo B. Rivero
Registered Agent

Encs. (As stated)
lr



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 17, 1996

ROSENDO S. RIVERO
11762 S.W. 14TH STREET
MIAMI, FL 33184

SUBJECT: MARELS MANAGEMENT, INC.
Ref. Number: W96000014917

We have received your document for MARELS MANAGEMENT, 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):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 696A00034613

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MARELS MANAGEMENT, INC.

The undersigned incorporator(s) hereby forms the following corporation under the Laws of the State of Florida:

ARTICLE I - NAME

The name of this corporation is: MARELS MANAGEMENT, INC.

ARTICLE II - PURPOSE

The corporation is organized to engage in any and all business permitted under the laws of the United States of America of the State of Florida, as fully and to the same extent as natural persons might or could do, including, but not limited to the following:

- (a) Buying and selling real estate; to take, lease, purchase or otherwise acquire and to own, use, hold, sell, convey, exchange, lease mortgage, work, improve and otherwise handle, deal in and dispose of insurance, real estate, real property and any interest of right therein.
- (b) To collect rents, and to make repairs and to transact, on commission or otherwise, the general business of an insurance agent, or real estate agent, and generally the sale, leasing, control and management of lands buildings and property of all kinds.
- (c) To act as agents, factors, brokers, commission merchants, carriers, lessees, managers of estates, or otherwise in entering into, undertaking, performing and carrying out and conducting any and all things set forth in this certificate as objects, purposes or powers that it may do for itself; and to exercise it's powers to the same extent that natural persons might do and in any part of the world as to the full extent permitted to corporations organized under the Business Corporation Law of Florida.
- (d) To purchase or otherwise acquire and to own, sell, mortgage or otherwise dispose of real estate, real property and all interests and rights therein, without limit or amount and to the same extent as natural persons might or could do and in any part of the world.

- (e) To contract freely with any person, firm or corporation, private or public, and carry out and fulfill contracts of every sort and kind and to purchase, lease or otherwise acquire any and all rights, privileges and franchises convenient or profitable to carry out in connection with the corporate purposes and corporate business of the company.
- (f) To borrow money from any persons, firm or corporation; to make, issue notes, bills, bonds, indentures, mortgages and other evidences of indebtedness of all kinds and to secure the same by pledge, mortgage or otherwise, without limit as to amount and to provide for payment of the same by deposited cash, sinking fund or otherwise.
- (g) To endorse, guarantee and secure the payment and satisfaction of the bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, evidences of indebtedness and shares of the capital stock of other corporations, and also to guarantee the payment or satisfaction of the dividends on shares of the capital stock of other corporations.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have issued is 100 shares of no par value common stock. Said shares of stock may be issued only for consideration having a fair value as may be determined by the board of directors.

ARTICLE IV - TERMS OF EXISTENCE

This corporation is to exist perpetually from the date these Articles are filed with the Department of State, subject to the laws of the State of Florida.

ARTICLE V - REGISTERED AGENT AND OFFICE

The initial Registered Agent and the Street address of the initial registered office of this corporation shall be:

ROSENDO S. RIVERO	11762 S.W. 14th Street
	Miami, Florida 33184

ARTICLE VI - DIRECTORS

This corporation shall have at least one (1) director initially. The number of directors may be changed from time to time in accordance with by-law adopted by the director(s), but

the number shall never be less than one (1). The name and street address of the initial director of the corporation is:

ELSA MARTIN 707 Anastasia Avenue
Coral Gables, Florida 33134

OFFICERS

ELSA MARTIN President/Secretary/Treasurer

ARTICLE VII - INCORPORATORS

The name and street address of the incorporation are as follows:

ELSA MARTIN 707 Anastasia Avenue
Coral Gables, Florida 33134

ARTICLE VIII - 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/she already holds, shall have the right to purchase his/her prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - CUMULATIVE VOTING

At each election for Directors, cumulative voting by Shareholders as set forth in Florida Statutes, Chapter 607.097(4) shall be allowed.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI - PRINCIPAL PLACE OF BUSINESS

The corporation's principal place of business is as follows:

11762 S.W. 14th Street, Miami, Florida 33184

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TALLAHASSEE, FLORIDA

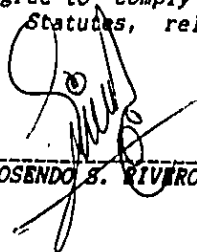
IN WITNESS WHEREOF, the undersigned Incorporator have
hereunto set their hands and seals this 10th day of July, 1996



ELSA MARTIN
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above
named corporation, at the place designed in these Articles, I
hereby accept this appointment and agree to comply with the
provisions of Chapter 48.091, Florida Statutes, relative to
keeping open said office.

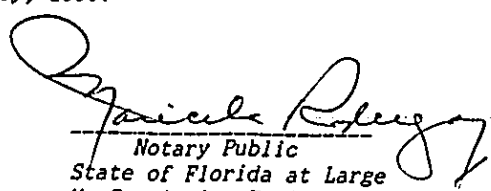


ROSENDO S. RIVERO

STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary
Public authorized to take acknowledgements, personally appeared
ELSA MARTIN and ROSENDO S. RIVERO to me known to be the persons
describe in and who executed the foregoing instrument and
acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State
last aforesaid this 10th day of July, 1996.



Notary Public
State of Florida at Large
My Commission Expires:

OFFICIAL NOTARY SEAL
MARICELA RODRIGUEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC557589
MY COMMISSION EXPI. JUNE 7, 2000