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WALTER B. LEBOWITZ

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Miami, Florida 33181
Phone (305) 893-0000
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August 7, 1996

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****140.00 *****70.00

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

Re: CARIBBEAN TRADE CONSULTANTS, INC
AND: CARIBBEAN YOUTH HOSTEL FOUNDATION, INC.

Gentleman:

Enclosed please find my office check (or money order) in the sum of \$140.00, that is \$70.00 each for payment of the filing fee and registered agent's fee for the two above new corporations.

Please mail me the enclosed copy of each corporation after you stamp and date the same showing when they were filed for record.

If you have any question regarding the above, please call me at (305) 893-0000.

Thank you for your cooperation.

Yours very truly,


Walter B. Lebowitz

C: cov-corp.CTC

AUG 15 1996

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96 AUG 12 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION OF
CARIBBEAN TRADE CONSULTANTS, INC.

FILED

96 AUG 12 AM 8:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is: CARIBBEAN TRADE CONSULTANTS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and/or all lawful business, especially Buying and Selling for Import and Export.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of common stock, at one cent (\$.001) par value, per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and registered office of this corporation is: 1814 Miami Gardens Drive., Suite 205, Miami, Fl 33179, and the name of the initial registered agent of this corporation at that address is, ANDREAS MIKOLEICZIK.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1), Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The names and addresses of the initial Board of Directors of this corporation is/are:

NAME

ADDRESS

ANDREAS MIKOLEICZIK, 8130 S. W. 26th Street, Miami, FL 33155.
President/Seot/Troas/Director

ARTICLE VII - INCORPORATORS

The name and address of each person signing these Articles
are:

NAME	ADDRESS
ANDREAS MIKOLEICZIK	8130 S. W. 26th Street, Miami, FL 33155
President/Director	

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 - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 7th, day of August, 1996.

A Mikolievzk
Subscriber

Subscriber

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

ANDREAS MIKOLEICZIK, HAVING A BUSINESS OFFICE AT, 1814 N. E.
Miami Garden Drive, Suite 205, North Miami, Fl 33179, and, having
been designated as the Registered Agent in the above and foregoing
Articles, is familiar with and accepts the obligations of the
position of Registered Agent under Section 607.0505, Florida
Statutes.



ANDREAS MIKOLEICZIK