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OF COUNSEL
A. JACQUELINE DEL CRISTO

August 27, 1996

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

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-03/04/96 --01100 --003
***120.50 ***120.50

Re: Sonri, Inc.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of Sonri, Inc., and the Certificate of Designation of Registered Agent for same. Additionally enclosed is a check from our office for \$120.50 for a certified copy of the Articles of Incorporation and a self-addressed stamped envelope from our office.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

BERMUDEZ & ASSOCIATES, P.A.

Juan Carlos Bermudez
JUAN CARLOS BERMUDEZ

JCB/ld
Enclosures
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FILED
96 SEP -3 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

8-30-96

Dmc
9/6/96

Called
Need \$2.00 for
C.C.

**ARTICLES OF INCORPORATION
OF
SONRI, INC.**

FILED
96 SEP -3 PM 3:47
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation hereby form a corporation under the Florida General Corporation Act.

Article I

Name of Corporation

The name of this corporation is: Sonri, Inc.

EFFECTIVE DATE
8-30-96

Article II

General Purpose

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. It is the intent of the original incorporators to file for status as a Subchapter S corporation under the Internal Revenue Service Code.

Article III

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

Article IV

Address

The initial street address of the principal office of this corporation in the State of Florida is: 8200 S.W. 48th Street, Miami, Fl. 33155.

Article V

Directors

The business of this corporation shall be managed by a Board of Directors. There shall be four (4) Directors initially. The number of Directors may be increased, and after

such increase, decreased from time to time by by-laws adopted by the shareholders. In no event shall the number of Directors be less than one.

The name and street address of the member of the first Board of Directors is:

Jose Gurevich, President
8200 S.W. 48 Street,
Miami, Fl. 33155

William Pineda, Vice President
542 Spinnaker
Ft. Lauderdale, Fl. 33326

Susan Gurevich, Secretary
8200 S.W. 48th Street
Miami, Fl. 33155

Esmeralda Pineda, Treasurer
542 Spinnaker
Ft. Lauderdale, Fl. 33326

Article VI

Incorporator

The name and street address of each person signing the Articles of Incorporation as a incorporator is:

Jose Gurevich, President
8200 S.W. 48 Street,
Miami, Fl. 33155

Article VII

Date Corporate Existence Commences

The date when corporate existence for this corporation shall begin shall be August 30, 1996.

Article VIII

Registered Agent

The name and address of the Registered Agent of the Corporation:

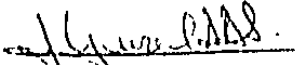
Juan Carlos Bermudez, Esquire
Bermudez & Associates, P.A.
2150 Coral Way
Suite 7A
Miami, Florida 33145

Article IX

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

In witness whereof, the undersigned executed these Articles of Incorporation this 21st day of August, 1974



Jose Gurevich, President

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE
STATE OF FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: Sonri, Inc.
2. The name and street address of the registered agent and office is :
Juan Carlos Bermudez
Bermudez & Associates, P.A.
2150 Coral Way, Suite 7-A
Miami, Fl. 33145

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Juan Carlos Bermudez