

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-0870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RECEIVED

96 SEP 23 AM 9:18

DIVISION OF CORPORATION

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY PAK _____

WALK-IN 9:23 1102 AB 9/23
 Will Pick Up

RE: Lake Loran
Inc.

	C.O. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express SM		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> O U B.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LAKE LACAR, INC.

ARTICLE I.

The name of this corporation shall be:

LAKE LACAR, INC.

ARTICLE II.

The general nature of business to be carried on by this corporation,
is:

- (a) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (b) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (c) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations of, other domestic or foreign corporations, associations, partnerships, or individuals, or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- (d) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other

obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, and income.

- (e) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (f) To be a promoter, incorporator, general partner, limited partner, member, associate or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.
- (g) To have and exercise all powers necessary or convenient to effects its purposes.
- (h) To engage in the transaction of any and all lawful business or businesses for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to issue is FIVE HUNDRED (500) shares of common stock of TEN and NO/100 (\$10.00) DOLLARS par value each.

ARTICLE IV.

The shareholders of this corporation shall have preemptive right to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

ARTICLE V.

This corporation is to have perpetual existence.

ARTICLE VI.

The principal office of this corporation shall be located at 1221 Brickell Avenue, Suite 946, Miami, Florida 33131, with the corporation retaining the power of moving its office to any other address in the State of Florida, as may, from time to time, and at any time, be determined by its Board of Directors, with branch offices in such other cities, counties, states and countries as may, from time to time, and at any time, be determined by its Board of Directors.

ARTICLE VII.

The initial registered office of this corporation shall be at 1221 Brickell Avenue, Suite 946, Miami, Florida 33131. The initial Registered Agent at such address shall be CARLOS GUERSANI-HARRINGTON.

ARTICLE VIII.

This corporation shall at all times have at least ONE (1) Director who shall conduct the business of the corporation as a Board of Directors. The stockholders of the corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation, provided the corporation has at least ONE (1) Director.

ARTICLE IX.

The name and postoffice address of the member of the initial Board of

Directors of the corporation, who shall hold office until the first annual meeting of stockholders, and until his successor is elected and qualified, or until his earlier removal from office, resignation or death, is:

HORACIO D. LOPRETE
c/o LAIDLAW & CO.
1221 Brickell Avenue
Suite 946
Miami, Florida 33131

ARTICLE X.

The name and postoffice address of the incorporator, is:

HORACIO D. LOPRETE
c/o LAIDLAW & CO.
1221 Brickell Avenue
Suite 946
Miami, Florida 33131

ARTICLE XI.

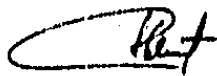
The By-Laws of this corporation may be created, amended, changed or replaced by either the stockholders or the Directors of the corporation at any duly scheduled regular meeting or at any duly scheduled special meeting called for that purpose.

ARTICLE XII.

This corporation shall indemnify any officer or Director, or any former officer or Director, or any person who serves, at the request

of the corporation, as an officer or director of another corporation,
to the full extent permitted by law.

I the undersigned, do hereby subscribe, acknowledge and file these
Articles of Incorporation, hereby certifying that the facts contained
herein are true and correct, and accordingly hereto set my hand and
seal this 20th day of September, 1996.




HORACIO D. LOPRETE

(SEAL)

STATE OF FLORIDA)
COUNTY OF DADE) SS.

The foregoing instrument was acknowledged before me this 20th
day of September, 1996, by HORACIO D. LOPRETE, who is personally known
to me or who has produced L 163 - 324 - 45 - 138
as identification, and who did not take an oath.


NOTARY PUBLIC, State of Florida
at Large



BEATRIZ TOLEDO
COMMISSION # CC 556002
EXPIRES MAY 19, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

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


In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said Act:

First--That LAKE LACAR, INC.

desiring to organize under the laws of the State of Florida with its
principal office, as indicated in the Articles of Incorporation at
City of Miami, County of Dade, State of Florida, has named CARLOS
GUERSANI-HARRINGTON, located at 1221 Brickell Avenue, Suite 946, City
of Miami, County of Dade, State of Florida 33131, as its agent to
accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the provision
of said Act relative to keeping open said office.



CARLOS GUERSANI-HARRINGTON
(Registered Agent)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA