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September 18, 1996

Secretary of State
Corporate Division
Tallahassee, Florida

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-10/01/96--01034--005
***122.50 ***122.50

Re: Turtle Construction Corp., a Florida corporation

Dear Sir/Madam:

Sent herewith are two fully executed copies of the Articles of Incorporation of Turtle Construction Corp., a Florida corporation, along with our check in the sum of \$122.50 payable to the Secretary of State representing the filing fee for same.

Kindly return a certified copy of the Articles of Incorporation to the undersigned at your earliest convenience. Should you have any questions regarding the enclosures, please feel free to contact me.

Very truly yours,

ARAN CORREA & GUARCH, P.A.

Silvia M. Rodriguez
Silvia M. Rodriguez
For the firm

SMR:no

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 30 AM 10:48

gf 10/3/96

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 30 AM 10:48

ARTICLES OF INCORPORATION
OF
TURTLE CONSTRUCTION CORP.

ARTICLE I - NAME

The name of the corporation shall be:

TURTLE CONSTRUCTION CORP.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any lawful activities or business.

The corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of ten cents (\$.10) par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE VI - INITIAL OFFICE

The street address of the initial principal office is 9719 Hammock Boulevard, #J-105, Miami, Florida, 33196.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 9719 Hammock Boulevard, #J-105, Miami, Florida, 33196; and the name of its initial registered agent at that office is Ulysses Louis Gonzalez.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The names and addresses of the initial directors of this corporation are:

ULYSSES LOUIS GONZALEZ
OSCAR ALONSO
Both at 9719 Hammock Boulevard
#J-105
Miami, Florida 33196

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is: ULYSSES LOUIS GONZALEZ, 9719 Hammock Boulevard, #J-105, Miami, Florida, 33196.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment thereto, 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 23 day of September, 1996.

Ulysses Louis Gonzalez
ULYSSES LOUIS GONZALEZ

Oscar Alonso
OSCAR ALONSO

STATE OF FLORIDA

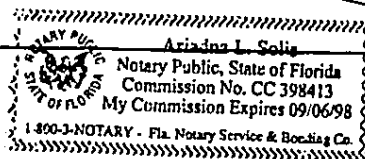
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared ULYSSES LOUIS GONZALEZ and OSCAR ALONSO, to me known to be the persons described in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed the same. Said persons are personally known to me or have produced driver's licenses as identification.

Ariadna L. Solis
NOTARY PUBLIC

Printed, typed or stamped name:

My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 SEP 30 AM 10:40

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

In compliance with Florida Statutes the following is submitted:

That **TURTLE CONSTRUCTION CORP.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida, has named **ULYSSES LOUIS GONZALEZ** located at 9719 Hammock Boulevard, #J-105, Miami, Florida, as its agent to accept service of process within Florida.

Signature: Ulysses L. Gonzalez

(corporate officer)

Title: PRESIDENT

Date:

September 23, 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 PROPER AND COMPLETE PERFORMANCE
OF MY DUTIES.**

Signature: Ulysses L. Gonzalez

(resident agent)

Date:

September 23, 1996.