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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
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NAME: ANGEL WORLD COLLECTIBLES, INC.
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FILED
OCT 29 1996
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ARTICLES OF INCORPORATION
OF

ANGEL WORLD COLLECTIBLES, INC.

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, and under the statute of the State of Florida providing for the formation, rights, privileges, immunities and liabilities of incorporating for profit, it is:

ARTICLE I

The name of the corporation shall be:

ANGEL WORLD COLLECTIBLES, INC.

ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock, and which common stock ~~shall have a par value of \$1.00~~ (shall have a par value of \$1.00 per share). All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the By-Laws or written agreement amongst the stockholders which shall be on file in the office of the offices of the corporation so named in Article VII herein. The By-Laws may provide for cumulative voting by stockholders at all elections of the directors of the corporation.

Prepared by: Angel R. Reyes
9284 N.W. 121st Terr
Hialeah Gardens, Fl 33016
(305) 551-9795

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ARTICLE V

The amount of capital with which the corporation may begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office and registered/principal offices of the corporation in the State of Florida shall be 9284 N.W. 121 TERRACE - HIALEAH GARDENS, FL 33016. The Board of Directors may from time to time move the principal offices to any other address within the State of Florida. The registered agent is ANGEL R. REYES. Address 9284 N.W. 121 TERRACE HIALEAH GARDENS, FL 33016.

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of no less than (1) nor more than (5) directors. A quorum for the holding of a meeting of the Board of Directors, and for the transaction of any business properly carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But, the directors, by unanimous consent in writing, included in the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made and as though the said act had been completed and authorized at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee".

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ARTICLE IX

The names and post office addresses of the members of the first Board of Directors and state of corporate officers are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
ANGEL R. REYES	PRESIDENT & TREASURER	9284 N.W. 121 TERR. HIALEAH GARDENS, FL 33016
GLORIA C. SOJO	VICE PRESIDENT & SECRETARY	9284 N.W. 121 TERR. HIALEAH GARDENS, FL 33016

ARTICLE X

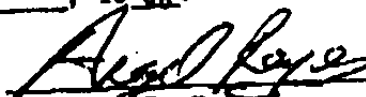
The names and post office addresses of the subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

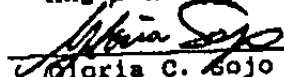
<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CASH VALUE</u>
ANGEL R. REYES	9284 N.W. 121 TERR HIALEAH GARDENS, FL 33016	500	\$500.
GLORIA C. SOJO	9284 N.W. 121 TERR HIALEAH GARDENS, FL 33016	500	\$500.

ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under §1244 of the Internal Revenue Code in order for the stockholders of the corporation may receive the benefit thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this
23rd day of OCTOBER, 19 96.


Angel R. Reyes (SEAL)


Gloria C. Sojo (SEAL)

(SEAL)

State of Florida:
County of DANE

10/20/96

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STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

ANGEL WORLD COLLECTIBLES, INC.
a corporation organized (or organizing) under the laws of the State of FLORIDA with its principal office at 9284 N.W. 121 TERRACE in the City of HIALEAH GARDENS County of DADE State of FLORIDA has named ANGEL R. REYES, located at 9284 N.W. 121 TERRACE

City of HIALEAH GARDENS, County of DADE State of Florida, as its agent to accept service of process within this state.

OFFICERS:
NAME

TITLE

SPECIFIC ADDRESS

<u>ANGEL R. REYES</u>	(P)	<u>9284 N.W. 121 TERR. HIALEAH GARDENS, FL 3301</u>
<u>GLORIA C. SOJO</u>	(S)	<u>9284 N.W. 121 TERR. HIALEAH GARDENS, FL 3301</u>
<u>ANGEL R. REYES</u>	(T)	<u>9284 N.W. 121 TERR. HIALEAH GARDENS, FL 3301</u>
<u>GLORIA C. SOJO</u>	(V)	<u>9284 N.W. 121 TERR. HIALEAH GARDENS, FL 3301</u>

DIRECTORS:

SPECIFIC ADDRESS

<u>ANGEL R. REYES</u>	<u>9284 N.W. 121 TERR. HIALEAH GARDENS, FL 3301</u>
<u>GLORIA C. SOJO</u>	<u>9284 N.W. 121 TERR. HIALEAH GARDENS, FL 330</u>

By:



(Corporate Officer) Gloria C. Sojo

ACCEPTANCE:

I agree as Resident Agent to accept Service in Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service in process at the above Florida designated address) in some conspicuous place in the office as required by Law.


(Resident Agent) Angel R. Reyes