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DIVISION OF CORPORATIONS :0:

FAX #: (904)922-4001

!ROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

F4 AX #: (305)541-3770

NAME: 1ST AMERICOM, INC.

AUDIT NUMBER...... H96000016357

DOC TYPE......FLORIDA PROFIT COORPORATION OR P.A.

CERT. OF STATUS...

PAGES..... 5

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ARTICLES OF INCORPORATION

OF

1ST AMERICOM, INC.

ARTICLE I - NAME

The name of the corporation is 1ST AMERICOM, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thorses, and the class of such stock shall be as follows:

NUMBER OF SHARES <u>AUTHORIZED</u>

PAR VALUE PER SHARE CLASS OF STOCK

500

\$1.00

COMMON

ARTICLE IV - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1815 N.E. 146 STREET, NORTH MIAMI, FLORIDA 33181, and the name of the initial registered agent of this

CARL A. SCHMITT, ESQ.; Pla. Bar No. 171340; 1666 PREPARED BY: Kennedy Causeway, Suite 705, North Bay Village, FL 33141; Phone: (305) 868-4711

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corporation is BERNARDO SUSI whose address is 1815 N.E. 146 STREET, NORTH MIAMI, FLORIDA 33181.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial pirector of this corporation is:

NAME

ADDRESS

BERNARDO SUSI

1815 N.E. 146 STREET NORTH MIAMI, PL 33181

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles

NAME

ADDRESS

BERNARDO SUSI

1815 N.E. 146 STREET NORTH MIAMI, FL 33161

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors of the Shareholders.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director to the fullest extent permitted by law.

PREPARED BY:

CARL A. SCHMITT, ESQ.; Fla. Bar No. 171340; 1666 Kennedy Causeway, Suite 705, North Bay Village, FL

33141; Phone: (5) 868-4711

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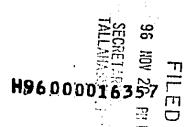
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ARTICLE X - AMENDMENT

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 understand subscriber has executed these Articles of Incorporation this 19 day of November, 1996.

SUBSCRIBER, BERNARDO SUSI



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DONICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, MAMING AGENT UPON MHON PROCESS MAY BE SERVED

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

That 1ST AMERICON INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of NORTH MIAHT, County of DADE, State of Florida, has named BERMARDO SUSI, located a 1815 N.E. 140 STREET, NORTH MIAMI, FLORIDA 33181, City of NORTH MIAMI, County of DADE, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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

Ву:_____

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