

P96000100114

Manuel Alfonso
8330 S.W. 11th Terrace
Miami, Florida 33144

November 4, 1996

Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

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-12/17/96--01086--003
****122.50 ****122.50

Dear Sir/Madam:

Enclosed please find the Certificate of Incorporation for Creative New Concepts, Inc. and a Money Order in the amount of \$122.50 that covers filing fees, certified copy and registered agent designation.

Sincerely,


Manny Alfonso

MA/

Enclosures

FILED
96 DEC - 9 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dme
12-11-96

CERTIFICATE OF INCORPORATION

OF

Creative New Concepts, Inc.

FILED

96 DEC -9 AM 10:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions;

ARTICLE ONE

The name of the corporation shall be:

Creative New Concepts, Inc.

ARTICLE TWO

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

ARTICLE THREE

The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be 500 Shares of stock which shall be common stock of a par value of 1.00 Dollar per share. All of any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE FOUR

This corporation shall begin business with a minimum capital of the amount of 100.00 Dollars.

ARTICLE FIVE

This corporation shall have perpetual existence.

ARTICLE SIX

The principal office of the corporation shall be located at

8518 S.W. 8 Street
Suite 1323
Miami, FL. 33144

Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE SEVEN

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE EIGHT

The names and post office addresses of the members of the First Board of Directors and the officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

Name	Address
Manuel Alfonso	8330 S.W. 11 Terr. Miami, FL. 33144

OFFICERS

Name	Address	Title
Manuel Alfonso	8330 S.W. 11 Terr. Miami, FL. 33144	President

ARTICLE NINE

The names and post office addresses of each of the subscribers to this certificate of Incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Manuel Alfonso	8330 S.W. 11 Terr. Miami, FL. 33144	President

ARTICLE TEN

This corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of the Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE ELEVEN

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until the whole thereof shall have been paid.

ARTICLE TWELVE

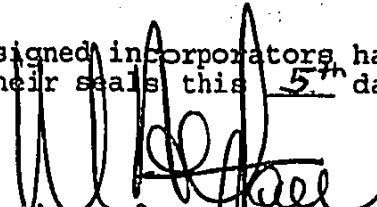
Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this certificate otherwise provided: any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued unless otherwise provided by the by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

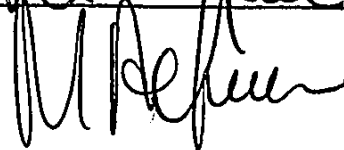
ARTICLE THIRTEEN

The corporation does hereby designate the following address as its registered office:

The corporation does hereby designate Manuel Alfonso of Creative New Concepts, Inc. as its Registered Agent.

IN WITNESS WHEREOF, the undersigned incorporators have here-
unto set their hands and affixed their seals this 5th day of
November, 1996.





(SEAL)

STATE OF FLORIDA)

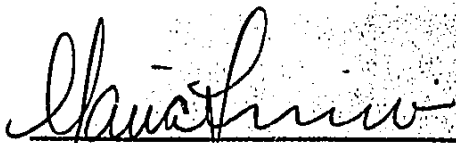
) SS:

COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to
administer oaths and take acknowledgments, personally appeared:

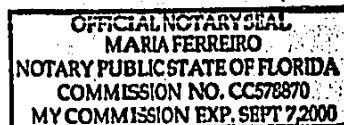
who, after being by me first duly sworn, executed the foregoing
Certificate of Incorporation, freely and voluntarily for the
purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official
seal at Miami, said County and State, this 5th day of November,
1996.



NOTARY PUBLIC
State of Florida at Large

My Commission expires:



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

In pursance of chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said act:

First -- That Creative New Concepts, 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
Manuel Alfonso located at 8518 S.W. 8 Street, Suite 1323
Miami, Fl. 33144
(Street address and number of building
Post Office Box address not acceptable)

City of Miami, County of Dade, State of Florida, 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.



(Registered Agent)