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ACCOUNT NO. : 072100000032 REFERENCE: 217099 AUTHORIZATION ? COST LIMIT : ORDER DATE: January 9, 1997 ORDER TIME : 3:51 PM ORDER NO. : 217099-005 CUSTOMER NO: 7108053 400002053624--5 CUSTOMER: George G. Sirota, Esq GEORGE G. SIROTA, P.A. Suite 4600 200 S. Biscayne Boulevard Miami, FL 33131 DOMESTIC FILING KGL CORP NAME: EFFECTIVE DATE: XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY _ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

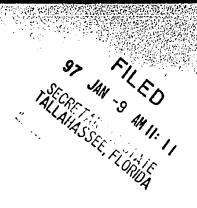
CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

OF

KGL CORP



CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

KGL CORP. 5555 COLLINS AVE. SUITE # 4-G MIAMI BEACH F.L 33140

ARTICLE II

CORPORATE EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Department of State.

ARTICLE III

NATURE OF CORPORATE BUSINESS

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

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue a maximum of Five Hundred (500) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

LEANDRO GUERREIRO 5555 COLLINS AVE. SUITE #4-G MIAMI BEACH F.L 33140

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one.

The name and address of the initial director of this Corporation is:

NAME LEANDRO GUERREIRO ADDRESS 5555 COLLINS AVE. SUITE # 4-G MIAMI BEACH F.L 33140

The members of the first Board of Directors shall hold office until the first annual meeting of Stockholders of the Corporation.

ARTICLE VII

INCORPORATORS

The name and post office of the Incorporators executing these Articles of Incorporation is as follows:

INCORPORATOR LEANDRO GUERREIRO ADDRESS 5555 COLLINS AVE.SUITE # 4-G MIAMI BEACH F.L 33140

| The undersigned, being the original subscriber to these Articles of Incorporation, for the |
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| for the purpose of forming a corporation for profit and to do business both within and |
| without the State of Florida, does hereby make, subscribe, acknowledge and file these |
| Articles of Incorporation, hereby declaring and certifying that the facts herein stated are |
| true and, accordingly, has hereunto set his hand and seal this day of |
| , 1996. LEANDRO GUERREIRO |
| STATE OF FLORIDA) SS COUNTY OF DADE) |
| BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of Dade, to take acknowledgments, personally appeared LEANDRO GUERREIRO, to me known to be the person described as Incorporators in the foregoing Articles of Incorporation. WITNESS my hand and seal at Miami, dade County, Florida thisday of, 1996. |
| Notary Public State of Florida |
| My Commission expires: |

CERTIFICATE DESIGNATING REGISTERED AGENT FOR SERVICE OF PROCESS

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates

LEANDRO GUERREIRO, as its registered Agent to accept service of process within this State.

LEAMDRO GUERREIRO

The undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.

LEANDRO GUERREIRO

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