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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: CRUZ, INC.

AUDIT NUMBER.....H97000000640

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

CERT. OF STATUS..0

PAGES..... 4

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 13, 1997

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: CRUZ, INC.

REF: W97000000763

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

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If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX And. #: 897000000640
Letter Number: 897A00001603

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ARTICLES OF INCORPORATION

OF

L. CRUZ ENTERPRISES, INC.

ARTICLE I - NAME

The name of this Corporation is L. CRUZ ENTERPRISES, INC.

ARTICLE II - DURATION

This Corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial Registered Agent of this Corporation is LUIS ADRIAN CRUZ, SR., 8491 NW 96 Street, Medley, Florida 33166, and the street address of the initial principal office of this Corporation is 9630 NW South River Drive, Bay F, Medley, Florida 33166.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial Directors are:

Prepared By: Isaac Velazquez
2100 Ponce de Leon Blvd
Suite #920
Coral Gables, FL 33134
305. 446.3499
FBN. 0009910

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TALLAHASSEE, FLORIDA

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NAMEADDRESS

LUIS ADRIAN CRUZ, SR.

8491 NW 96 Street, Medley, Florida 33166

ARTICLE VII - LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the stockholder(s) or Director(s).

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by Law.

ARTICLE IX - PREEMPTIVE RIGHTS

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

ARTICLE X - INCORPORATOR

The person signing these Articles is LUIS ADRIAN CRUZ, SR., 8491 NW 96 Street, Medley, Florida 33166.

ARTICLE XI - OFFICES

The principal office of this Corporation and mailing address shall be established and maintained at 9630 NW South River Drive, Bay F, Medley, Florida 33166.. This Corporation may also have offices at such places within or without the State of Florida as the Board may from time to time establish.

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ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 10th day of January, 1997.




LUIS ADRIAN CRUZ, SR., Incorporator

STATE OF FLORIDA
COUNTY OF DADE

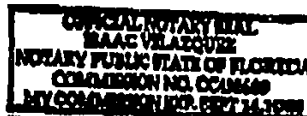
Before me, a Notary Public authorized in the State and County set forth above, personally appeared LUIS ADRIAN CRUZ, SR., personally known to me to be the person, who as Incorporator, executed the foregoing Articles of Incorporation of L. CRUZ ENTERPRISES, INC., and acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 10th day of January 1997.



NOTARY PUBLIC
Print Name: ISAAC VELAZQUEZ

My commission expires:



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND
ACCEPTANCE OF REGISTERED AGENT**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that L. CRUZ ENTERPRISES, INC., a Corporation, 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 Medley, County of Dade, State of Florida, has named LUIS ADRIAN CRUZ, SR., located at 8491 NW 96 Street, Medley, Florida 33166, as its agent to accept service of process within the State of Florida.

Second, having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties as provided in Section 607.325, Florida Statutes.

Dated this 13th day of January, 1997.



LUIS ADRIAN CRUZ, SR.

Prepared by:

ISAAC A. VELAZQUEZ, ESQ.
FBN: 0009910
2100 ponce De Leon Boulevard, Suite 920
Coral Gables, Florida 33134
(305) 448-0076

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