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FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004
CONTACT: JOHNNY C RODRIQUEZ
PHONE: (305) 672-0686 FAX #: (305)672-9110

NAME: X-TRADING INC.
AUDIT NUMBER.....H97000001475
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0 PAGES..... 2
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TALLAHASSEE, FLORIDA

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Articles of Amendment
Changing Corporate Name From
X-Trading Inc.
to
X-Trader, Inc.

Article I. Name

The name of this Florida corporation is X-Trading Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the name of the Corporation is changed from X-Trading Inc. to X-Trader, Inc.

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on January 27, 1997.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned representative of the Corporation executed these Articles of Amendment on January 27, 1997.

X-Trading Inc.

By: _____

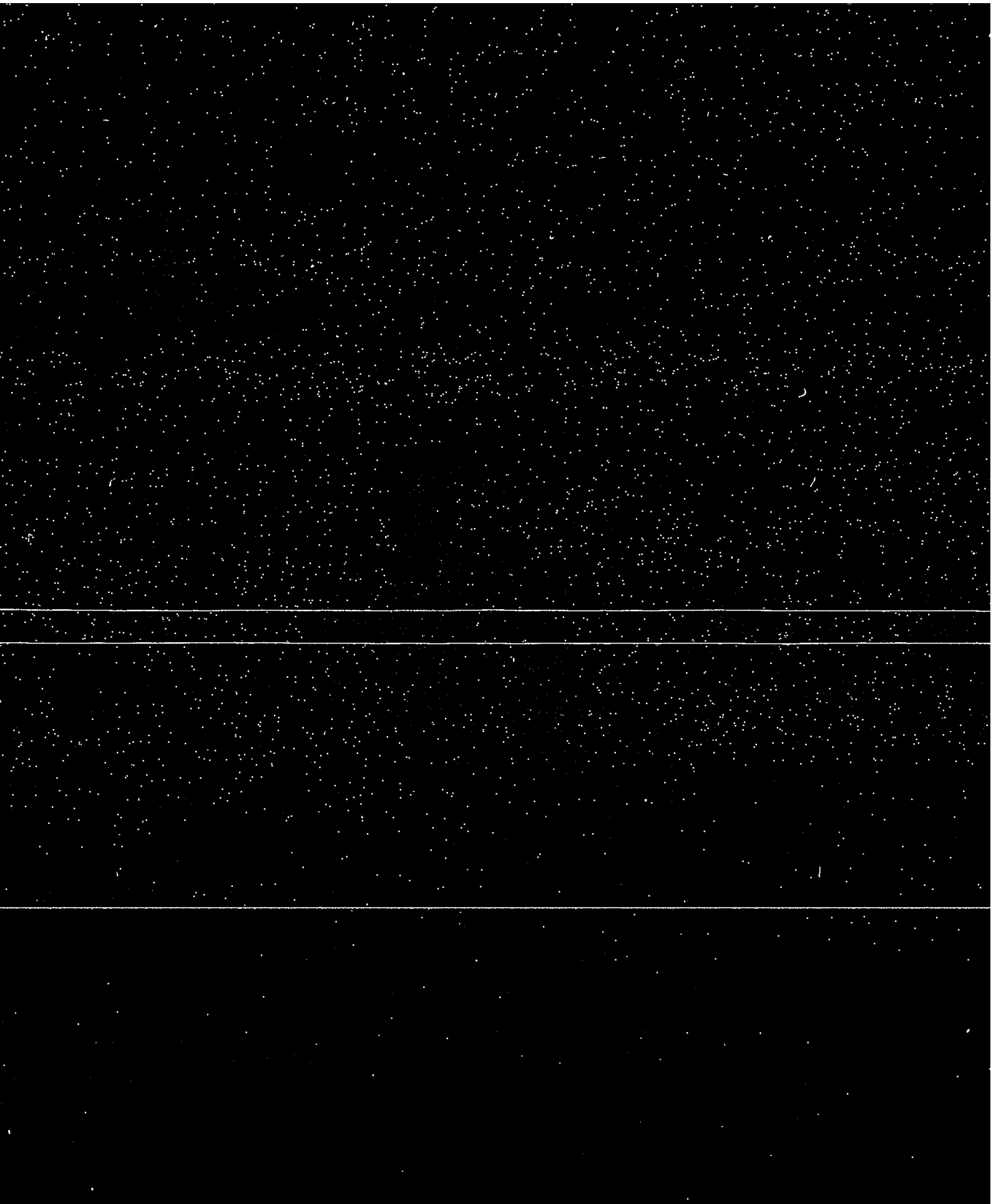
Kerry L. Brewer

Its: President

Jay A. Gayoso
Homer & Bonner
100 SE 2nd Street, Suite 3400
Miami, FL 33131
(305) 672-0686

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STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

GATOR BUILDING MAINTENANCE, INC.

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: GATOR BUILDING MAINTENANCE, INC..

SECOND: THE STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND, IF DIFFERENT, THE MAILING ADDRESS OF THE CORPORATION IS: 101 SOUTHHALL LANE, SUITE 400, MAITLAND, FL 32751.

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: ONE THOUSAND.

FOURTH: (a) IF THE SHARES ARE TO BE DIVIDED INTO CLASSES, THE DESIGNATION OF EACH CLASS IS:

Common, no par value

FIFTH:(a) STATEMENT OF ANY AUTHORITY TO BE VESTED IN THE BOARD OF DIRECTORS TO ESTABLISH SERIES AND FIX AND DETERMINE THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES BETWEEN SERIES:
None

SIXTH: PROVISIONS GRANTING PREEMPTIVE RIGHTS ARE:
No preemptive rights.

SEVENTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:
Close Corporation

EIGHTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 101 SOUTHHALL LANE, SUITE 400, MAITLAND, FL 32751, AND THE NAME OF ITS REGISTERED AGENT AT SUCH ADDRESS IS HOWARD GARDNER.

NINTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS ONE, AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

Howard Gardner, 101 Southhall Lane, Suite 400, Maitland, FL 32751

TENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

Howard Gardner

101 Southhall Lane, Suite 400, Maitland FL 32751

THE UNDERSIGNED HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION

THIS 18th DAY OF February, 1997.

SIGNATURE/TITLE

Howard E. Gardner
Howard Gardner, Director

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION
607.0501 (3) F.S.: HOWARD GARDNER IS FAMILIAR WITH AND
ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

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DIVISION OF REVENUE
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HOWARD GARDNER

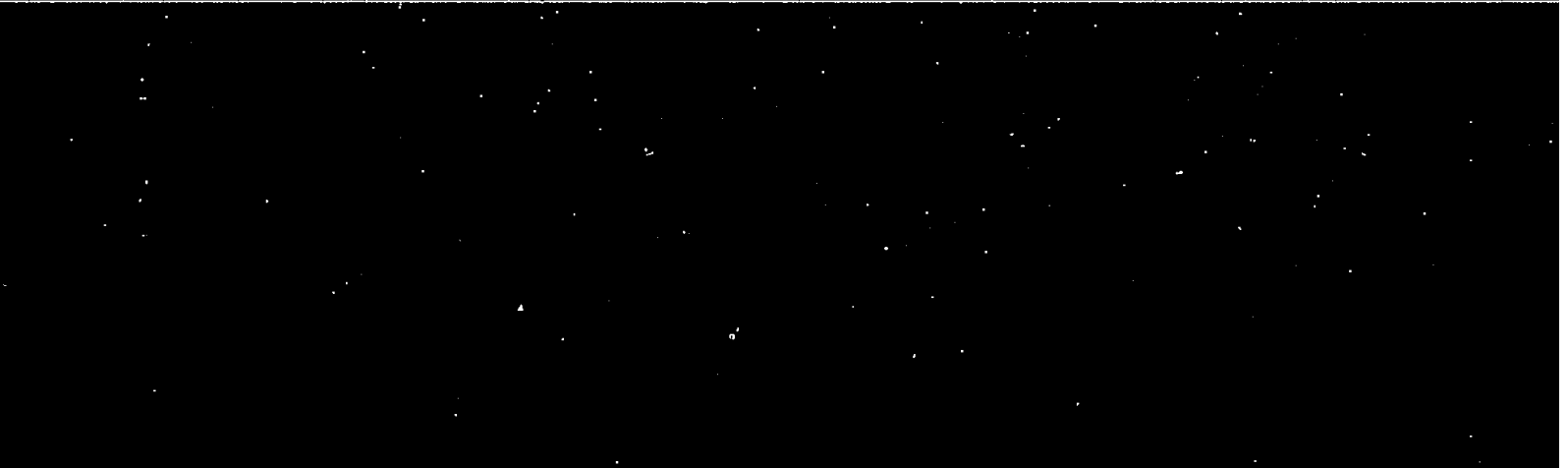
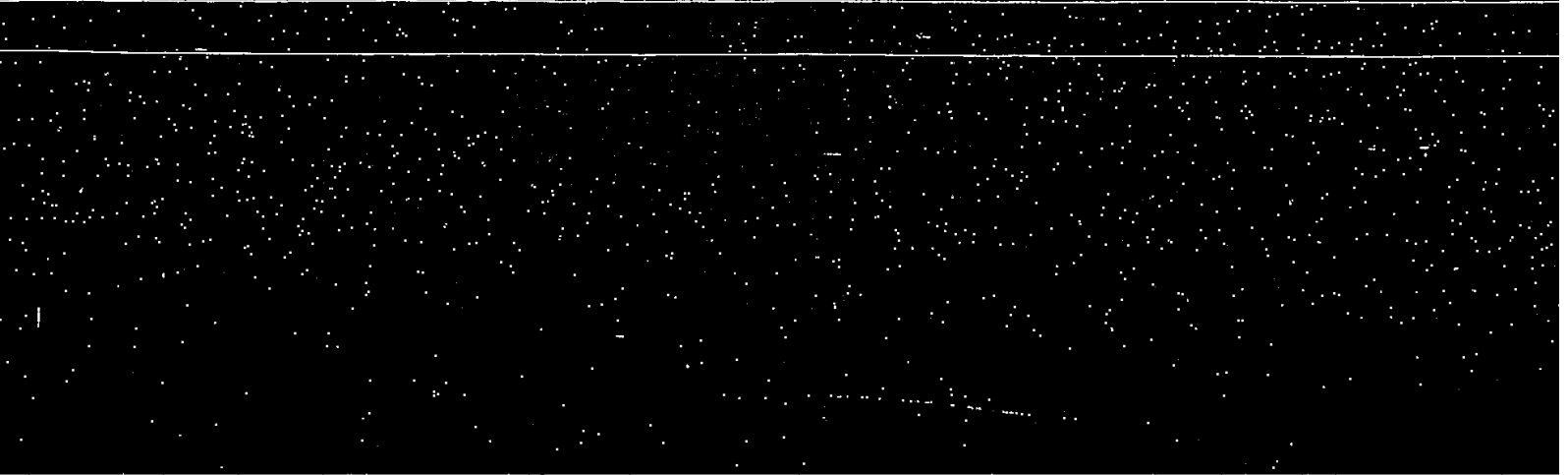
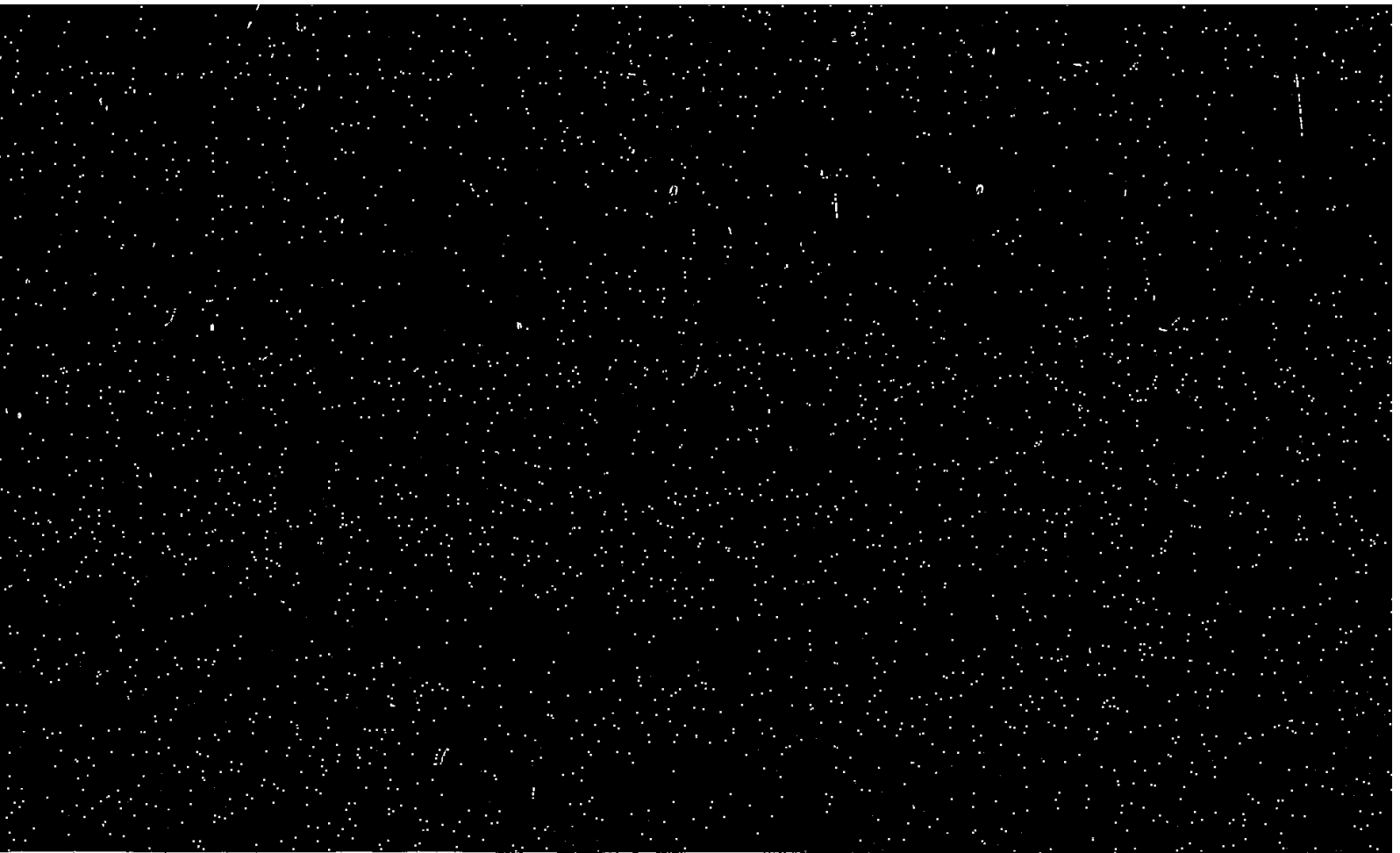
DATED 2/18

, 1997

BY Howard E. Gardner

(TYPE NAME OF OFFICER)

(TITLE OF OFFICER)



ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

GHOST MOTORS OF FLORIDA INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

MAILING: 2565 SO. OCEAN BLVD 412N.
HIGHLAND BEACH FL, 33487

BIZ LOCATION: 909 S.E. 5TH AVE
DELRAY BEACH FL. 33483

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

JORDAN L. KLEINER
2565 SO. OCEAN BLVD 412N
HIGHLAND BEACH, FL 33487

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

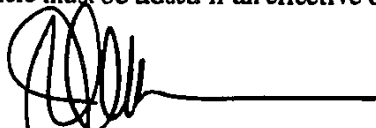
JORDAN L. KLEINER
2565 SO. OCEAN BLVD. 412N
HIGHLAND BEACH, FL, 33487

JOHN COSTELLO
2565 SO. OCEAN BLVD. 412N
HIGHLAND BEACH, FL, 33487

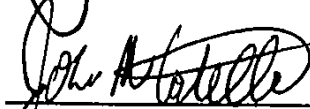
The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

13TH day of FEBRUARY, 19 97.

(An additional article must be added if an effective date is requested.)

 2/13/97

Signature

 2/13/97

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

GHOST MOTORS OF FLORIDA INC.

2. The name and address of the registered agent and office is:

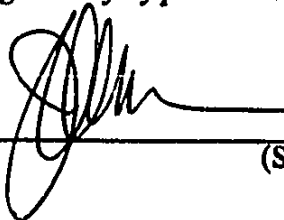
JORDAN L. KLEINER
(NAME)

2565 SO. OCEAN BLVD. 42N
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

HIGHLAND BEACH, FL 33487
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

2/13/97
(DATE)