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Enclosed please find fully executed Articles of Incorporation for NEW CENTURY TRADING, INC., together with a check in the amount of \$122.50 representing fee for the following:

97 JAN 21 AM 9:42

Sincerely,

/jmg
Enclosure

/jmg
Enclosure

A large, stylized handwritten signature, possibly 'JMG', is written over the 'Enclosure' text. To the right of the signature, the date '1/28' is handwritten.

**ARTICLES OF INCORPORATION
OF
NEW CENTURY TRADING, INC.**

FILED
97 JAN 21 AM 9:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is: NEW CENTURY TRADING, INC.

ARTICLE II - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the 1st day of January 1997 provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida Law for the commencement of corporate existence; and shall continue perpetually unless dissolved according to law.

ARTICLE III - PURPOSE

The general nature of the business or businesses to be transacted by the corporation is as follows: The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time shall be 100 shares of Common Stock at One Dollar (\$1.00) par value.

All the forementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the Incorporators or by the Directors at a meeting called for such purposes.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

<u>Registered Agent</u>	<u>Street Address of Registered Office & Principal Place of Business</u>
Juan Mauricio Garcia	4120 Lybyer Avenue Miami, FL 33133

The initial registered office and principal place of business of this corporation are located at the same address.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors to be fixed by the By Laws of this corporation. Directors need not be stockholders. The initial Director of this corporation shall be the Incorporator named below who shall hold office until the first meeting of Incorporators of this corporation and until the successor Directors are elected and have qualified.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

Juan Mauricio Garcia	4120 Lybyer Avenue Miami, FL 33133
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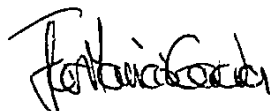
ARTICLE VIII - INDEMNIFICATION

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as Officers or Directors of the corporation, and each person who serves at the request of the corporation as a Director or Officer of any other corporation, from and against any

and all claims and liabilities to which such person shall become subject by reason of his being Director or Officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 13 day of January, 1997



Juan Mauricio Garcia, Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Juan Mauricio Garcia, to me personally known to be the person described in and who executed and subscribed the foregoing Articles of Incorporation, and he acknowledged before me, that he executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal at Dade County, Florida, this ¹³13 day of January, 1997.



NOTARY PUBLIC, State of Florida at Large

My Commission Expires: 22 JAN, 2000

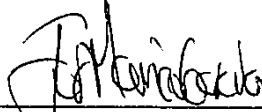
ROBERT MEJIA
Notary Public, State of Florida
My Comm. expires Jan 22, 2000
No. 00526400

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED**

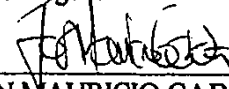
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT NEW CENTURY TRADING, INC. DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED **JUAN
MAURICIO GARCIA**, LOCATED AT **4120 LYBYER AVENUE, CITY OF MIAMI,
STATE OF FLORIDA**, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SECOND--THAT NEW CENTURY TRADING, INC. PRINCIPAL PLACE OF
BUSINESS AND ITS REGISTERED OFFICE ARE LOCATED AT THE SAME ADDRESS,
4120 LYBYER AVENUE, CITY OF MIAMI, STATE OF FLORIDA.




JUAN MAURICIO GARCIA
Registered Agent

By: 

JUAN MAURICIO GARCIA
Title: Incorporator

DATE: January 11, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

By: 

JUAN MAURICIO GARCIA

DATE: January 11, 1997

FILED
JAN 21 AM 9:42
CLERK OF STATE
TALLAHASSEE FLORIDA