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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: MICHAEL A. VANDETTY, P.A.

AUDIT NUMBER.....H97000001930

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

CERT. OF STATUS..0

PAGES..... 5

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ARTICLES OF INCORPORATION

OF

MICHAEL A. VANDETTY, P.A.

ARTICLE I

Corporation Name

The name of the Corporation is: MICHAEL A. VANDETTY, P.A.

ARTICLE II

CORPORATE PURPOSE

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida. The Corporation shall exist perpetually; for the purpose of practicing law.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One-Hundred (100) shares of one class of 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.

Prepared By:

MICHAEL A. VANDETTY, ESQ.
500 N.E. 58TH STREET
MIAMI, FLORIDA 33137
(305) 652-3999
FL. BAR NO. 315273

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ARTICLE IV

PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V

INDEMNIFICATION

The Corporation shall indemnify any officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the Corporation.

ARTICLE VI

INITIAL REGISTERED AGENT AND
INITIAL REGISTERED AND PRINCIPAL OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida is:

INITIAL REGISTERED AGENT:	MICHAEL A. VANDETTY
INITIAL REGISTERED OFFICE:	560 N.E. 58TH STREET MIAMI, FLORIDA 33137
INITIAL PRINCIPAL OFFICE OF CORPORATION:	560 N.E. 58TH STREET MIAMI, FLORIDA 33137

ACKNOWLEDGEMENT AND CONSENT

OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation,

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I hereby accept such status consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.


MICHAEL A. VANDETTY
REGISTERED AGENT

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one (1).

ARTICLE VIII

INITIAL DIRECTORS

The name and addressee of the initial member of the Board of Directors is:

MICHAEL A. VANDETTY
560 N.E. 68TH STREET
MIAMI, FLORIDA 33137

ARTICLE IX

INCORPORATOR

The names and addresses of the incorporator executing these Articles of Incorporation is:

INCORPORATOR: MICHAEL A. VANDETTY
ADDRESSES: 560 N.E. 68TH STREET
MIAMI, FLORIDA 33137

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[Handwritten Signature]
 MICHAEL A. VANDETTY
 INCORPORATOR

STATE OF FLORIDA)
) ;SS)
 COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a notary public, duly-authorized in the State and County above-named to take acknowledgements, personally appeared MICHAEL A. VANDETTY, to be known to be the person described as the Incorporator, and who executed the foregoing Articles of Incorporation.

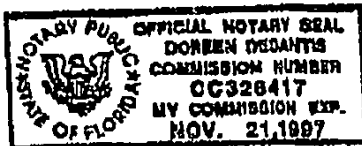
The foregoing instrument was acknowledged before me this 31ST day of January, 1997, by MICHAEL A. VANDETTY, who is personally known to me and who did take an oath.

Doreen De Santis
 NAME OF ACKNOWLEDGER; TYPED,
 PRINTED OR STAMPED

[Handwritten Signature]

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



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