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February 7, 1997

FILED
STATE
SECRETARY OF
DIVISION OF
CORPORATIONS
97 FEB 21 10:04

RE: Bakuri Consulting Corporation

100002083251--4
-02/11/97--01033--005
*****70.00 *****70.00

Dear Sir/Madam:

Enclosed for filing with the Florida Department of State are an original and one copy of Articles of Incorporation for the above-referenced corporation. Our check in the amount of \$70.00 as payment for the requisite filing fee, together with a self-addressed, stamped envelope are also enclosed. Should you have any questions, please do not hesitate to contact our office.

Very truly yours,

Elaine M. Brizuela

Elaine M. Brizuela
Legal Assistant

/emb
Encl.

2/21
W97-3531



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 13, 1997

ELAINE M. BRIZUELA
ANANIA BANDKLAYDER & BLACKWELL
100 SOUTHEAST SECOND STREET
MIAMI, FL 33131-2144

SUBJECT: BAKURI CONSULTING CORPORATION
Ref. Number: W97000003531

We have received your document for BAKURI CONSULTING CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 597A00007654

ARTICLES OF INCORPORATION
OF
BAKURI CONSULTING CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name and initial address of this corporation shall be: Bakuri Consulting Corporation, 1325 N.W. 78th Avenue, Suite 201, Miami, Florida 33126.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation for all service of process shall be at 3300 International Place, 100 S.E. Second Street, Miami, Florida 33131, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at the above address shall be Roberto A. Torricella, Jr.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the first directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

President/Director: Emmie T. Albornoz
1325 N.W. 78th Avenue, Suite 201
Miami, Florida 33126

V. Pres./Director: Mirta Segredo
1325 N.W. 78th Avenue, Suite 201
Miami, Florida 33126

ARTICLE VIII

The name and address of the incorporator is Roberto A. Torricella, Jr., 3300 International Place, 100 S.E. Second Street, Miami, Florida 33131.

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he/she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

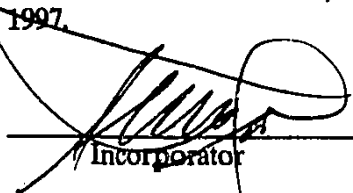
ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

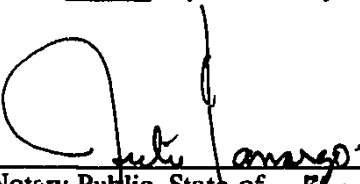
IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 28th day of January, 1997.

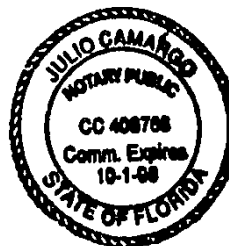

Incorporator

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Roberto A. Torricella, Jr., to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 28th day of January, 1997.


Notary Public, State of FL




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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

FIRST: That BAKURI CONSULTING CORPORATION, desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named Roberto A. Torricella, Jr., located at 3300 International Place, 100 Southeast Second Street, Miami, Florida 33131-2144, as its agent to accept services of process within this state.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Roberto A. Torricella, Jr.
Registered Agent

DATED: This 18th day of February, 1997.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 21 PM 1:04