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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: TOTAL ONE, INC.

AUDIT NUMBER.....H97000003507

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

CERT. OF STATUS..0

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**ARTICLES OF INCORPORATION
FOR
TOTAL ONE, INC.**

ARTICLE I-NAME

The name and address of this Corporation is TOTAL ONE, Inc., located at 2991 NW 46 Street, Miami, Florida 33142.

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ARTICLE II- DURATION

This Corporation shall have a perpetual existence.

ARTICLE III- PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida. The purpose of this Corporation is for real property investment and property management services.

ARTICLE IV- STOCK

This Corporation is authorized to issue 100 shares of stock- \$0.50 par value which shall be designated as "common shares".

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The name and address of the registered agent of this Corporation is DONNA M. DELGADO, ESQUIRE, 1080 99 Street, Suite B-22, Bay Harbor Islands, Fla 33154.

ARTICLE VI- INITIAL BOARD OF DIRECTORS and OFFICERS

This Corporation shall have three (3) Directors, initially. The number of Directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The corporate officer(s) are as follows:

Arizona Anderson	President	2991 NW 46 Street, Miami, Florida 33142
Jerome Stuart	Vice-President/ Treasurer	360 NW 112 Terrace, Miami, Florida 33168
Jacquelyn Anderson	Secretary	2991 NW 46 Street, Miami, Florida 33142

Prepared by:
Donna M. Delgado, Esquire
1080 99 Street/Suite B22
Bay Harbor Islands, Fla 33154
(305)861-7275/FBN 0858160

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ARTICLE VII-BYLAWS

The Bylaws of this Corporation may be adopted, altered amended or repealed by either the Shareholders or the Directors.

ARTICLE VII-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 Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already has, shall have the right to purchase his pro rata share thereof, (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X-INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Jerome Stuart, 320 NW 112 Terrace, Miami, Florida 33168.

ARTICLE XI-AMENDMENT

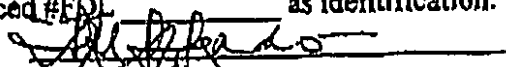
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 27 day of February, 1997.


JEROME STUART

STATE OF FLORIDA
COUNTY OF DADE

The forgoing instrument was acknowledged before me on this 27 day February 1997, by JEROME STUART, who personally appeared before me at the time of notarization and (x) who is personally known to me or () who produced #EDL as identification.


Notary Public



D M DELGADO
My Commission 00870280
Expires Jul. 17, 2000