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FEBRUARY 26, 1997

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***122.50 ***122.50

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

DEAR SIR/MADAM:

ENCLOSED, PLEASE FIND THE ARTICLES OF INCORPORATION FOR FIGARO MEETING DYNAMICS. ALSO ENCLOSED IS THE CHECK IN THE AMOUNT OF \$122.50. PLEASE INCORPORATE AT YOUR EARLIEST CONVENIENCE AND MAIL TO FIGARO MEETING DYNAMICS @ 1428 BRICKELL AVE, MIAMI, FL 33131.

SINCERELY,

Lisa Rodriguez

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Dmc
3/6/97*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLES OF INCORPORATION OF
FIGARO MEETING DYNAMICS, INC.**

The undersigned, acting as incorporators of **FIGARO MEETING DYNAMICS, INC.** under the Florida General Corporation Act, adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is **FIGARO MEETING DYNAMICS, INC.** The principal place of business of this corporation shall be 1428 Brickell Avenue, Lobby, Miami, Florida 33131.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is formed for the purpose of meeting planning, and in any businesses incidental thereto and may engage in any other activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$1.00 par value per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The name of the corporation's initial registered agent is Myrna Lomita, and the street address of the initial registered office is 1428 Brickell Ave., Lobby, Miami, FL 33131.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

Myrna Lomita	1428 Brickell Ave., Lobby Miami, FL 33131
Kathy Blount	3440 N.E. 192 Street #5-G Aventura, FL 33180

ARTICLE VII. INCORPORATORS

The name and street address of the incorporators are:

Myrna Lomita	1428 Brickell Ave., Lobby Miami, FL 33131
Kathy Blount	3440 N.E. 192 Street #5-G Aventura, FL 33180

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaws are not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or

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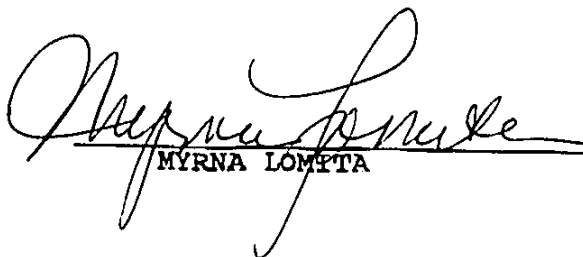
CERTIFICATE AND ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT
SELF-STATE
INFLUENCE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 1428 Brickell Ave., Lobby, Miami, FL 33131, has named MYRNA LOMITA, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

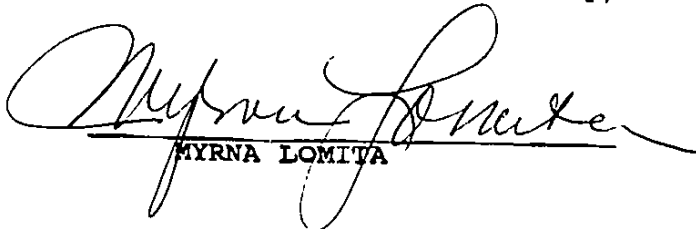
ACCEPTANCE OF APPOINTMENT

Having been named as registered agent for FIGARO MEETING DYNAMICS, INC., at the place designated in said Articles of Incorporation, and being familiar with the obligations of that position, I hereby agree to accept service of process for said corporation, to comply with the provisions of Florida Law in keeping open said office, and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.


MYRNA LOMITA

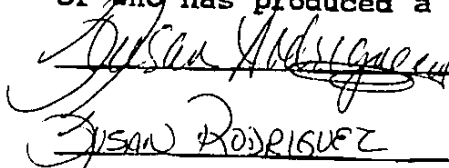
repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 24 day of February, 1997.


MYRNA LOMITA

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 24 day of Feb, 1997 by MYRNA LOMITA who is personally known to me or who has produced a Florida Drivers License as identification.


SUSAN RODRIGUEZ

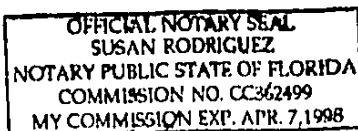
(signature of person taking acknowledgment).

(name of officer taking acknowledgment, typed, printed or stamped)

Notary Public

(title or rank)

(serial number, if any)



STATE OF FLORIDA)
COUNTY OF DADE)

Kathy Blount
KATHY BLOUNT

The foregoing instrument was acknowledged before me this 24
day of Feb, 1997 by KATHY BLOUNT who is personally known to me
or who has produced a Florida Drivers License as identification.

Susan Rodriguez

(signature of person taking
acknowledgment).

SUSAN RODRIGUEZ

(name of officer taking acknowledgment,
typed, printed or stamped)

Notary Public

(title or rank)

(serial number, if any)

