

MICHAEL FELDENKRAIS, P.A.

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February 7, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-03/10/97--01050--014
*****78.75 *****78.75

Re: Perez Hermanos, Inc.
Our File # 5288

Dear Sir or Madam:

Enclosed please find the following documents in connection with the following of the above referenced Corporation:


1. Original and copy of Articles of Incorporation of Perez Hermanos, Inc.
2. Certificate of Designation of Registered Agent and Registered Office.
3. Check No. 1378 In the amount of seventy-eight dollars and seventy-five cents (\$78.75) representing the filing fees.

97 FEB 19 AM 10:03
DIVISION OF CORPORATIONS
STATE OF FLORIDA

Please file these accordingly, and return a stamped copy of these documents to our office in the self-addressed stamped envelope provided. Thank you for your prompt attention to this matter.

Cordially,

MICHAEL FELDENKRAIS, P.A.



MICHAEL FELDENKRAIS, ESQ.

MF/eg
file 5288

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FILED
SECRETARY OF STATE
CORPORATIONS
97 MAR 10 AM 10:03

ARTICLES OF INCORPORATION
OF
PEREZ HERMANOS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be:

PEREZ HERMANOS, INC.

The address of the principal office of this corporation shall be: 3820 NW 135 Street Bay K, Opa-Locka, Florida, 33054, and the mailing address of the corporation shall be the same.

ARTICLE II
NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLES IV
REGISTERED AGENT

The street of the initial registered office of the corporation shall be 12000 Biscayne Blvd., Suite 220, North Miami, Florida 33181, and the name of the initial registered agent of the corporation at that address is Michael Feldenkrais.

ARTICLE V
TERM OF EXISTENCE

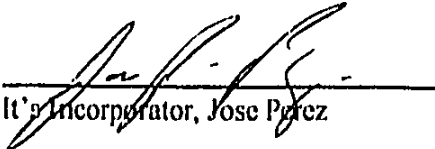
This corporation is to exist perpetually.

ARTICLE VI
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

JOSE PEREZ
3820 NW 135 Street Bay K
Opa-Locka, Fl 33054

IN WITNESS WHEREOF, The undersigned to these articles of Incorporation has
hereunto set their hand and seal on this 7th day of February, 1997.


It's Incorporator, Jose Perez

ASSIGNMENT BY THE SOLE INCORPORATOR
OF THE ARTICLES OF INCORPORATION OF

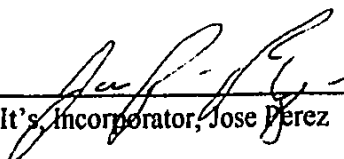
PEREZ HERMANOS, INC.

Jose Perez as sole Incorporator, for value received hereby assigns any and all rights it
may have as such incorporator of the following:

Dated: February 7, 1997

JOSE PEREZ

BY:


It's Incorporator, Jose Perez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

MICHAEL FELDENKRAIS, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent, in the above and foregoing Articles of Incorporation of:

PEREZ HERMANOS, INC. is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By  MICHAEL FELDENKRAIS