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FILED STATE
SECRETARY OF CORPORATIONS
91 MAR 25 AM 11:04

March 24th, 1997

FLORIDA DEPARTMENT OF STATE
Division of Corporation
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

700002123537-2
-03/25/97--01053--015
****122.50 ****122.50

Re: Articles of Incorporation

Gentlemen:

Enclosed please find originals and one copy of Articles of Incorporation together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named Corporation.

Sincerely yours,

Carlos Torres del Real
Vista Alegre Investments, Inc.
700 S.W. 36th Avenue
Miami, Florida 33135
Phone (305) 446-4916
Fax (305) 445-9469

BC 3/25

ARTICLES OF INCORPORATION

of

VISTA ALEGRE INVESTMENTS INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: **VISTA ALEGRE INVESTMENTS INC**

Located at: 700 S.W. 36th Ave., Miami, FL. 33135

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue **ONE THOUSAND** shares (**1,000**) of **NO PAR VALUE** Dollar(s) (\$ **0.00**) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	CARLOS TORRES DE NAVARRA		
ADDRESS	700 S.W. 36th AVENUE		
CITY	MIAMI	FLORIDA	ZIP 33135

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have **ONE** (**1**) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	FELIPE A. VALLS		
ADDRESS	700 S.W. 36th AVENUE		
CITY	MIAMI	STATE FL	ZIP 33135
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

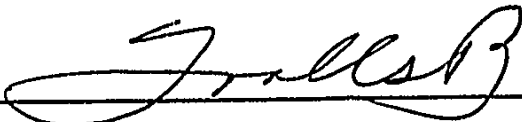
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ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

NAME	FELIPE A. VALLS		
ADDRESS	700 S.W. 36th AVE.		
CITY	MIAMI	STATE	FL ZIP 33135
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 20 day of MARCH, 1997.

 (Seal)
FELIPE A. VALLS (Seal)
 (Seal)

STATE OF FLORIDA)
COUNTY OF DADE) SS

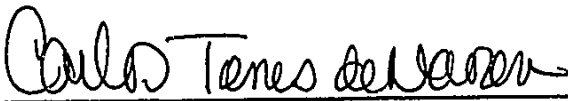
before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

FELIPE A. VALLS

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that HE executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 20 day of MARCH, 1997.

(Notary Seal)


(Notary Public, State of Florida at Large)

My Commission expires:



Carlos Torres De Navarra
COMMISSION # CC 454114
EXPIRES APR 20, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

VISTA ALEGRE INVESTMENTS INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, 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 700 S.W. 36th AVENUE

MIAMI, FLORIDA 33135

has named CARLOS TORRES DE NAVARRA

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

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ACKNOWLEDGEMENT

Having been named to accept service 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 Florida Law in keeping open said office.

Carlos Torres de Navarra
(registered agent)

CARLOS TORRES DE NAVARRA.

700 S.W. 36th AVE.

MIAMI, FL 33135

phone (305) 446-4916

Fax (305) 445-9469