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Pedro P. Laguno

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March 18, 1997

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

RE.: INNOVATIVE ENGINEERING CREATIONS INC.

Dear Sir/Madam:

Enclosed herewith for filing original and one copy of the above named corporation, and my check No.1219 in the amount of \$122.50 to cover filing and certified copy fees.

Will appreciate you return certified copy to this office at your earliest possible time.

Very truly yours,

Pedro P. Laguno
Pedro P. Laguno

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PPL:yr

nc 3/25/97

CERTIFICATE OF INCORPORATION
OF
INNOVATIVE ENGINEERING CREATIONS INC.

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

ARTICLE ONE

NAME

The name of this business corporation shall be:
INNOVATIVE ENGINEERING CREATIONS INC.

ARTICLE TWO

NATURE OF BUSINESS

The general nature of business or businesses to be transacted is:
Electronic, Electric, Mechanical Engineering Projects and Materials

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, execute mortgages, transfer of corporate property or other instruments to secure the payments of corporate property indebtedness as required.

This corporation may engage in any activity or business permitted under the laws of the United States of America and laws of the State of Florida, including all of the above, but not limited to same.

ARTICLE THREE

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: UPON ACCEPTANCE BY THE SECRETARY OF STATE.

ARTICLE FOUR

CAPITAL STOCK

A. Designation: The Stock of this corporation shall be known as common stock.

B. AUTHORIZED: The maximum number of shares of common stock that this corporation may issue is: 100 SHARES

C. Par Value: Each share of common stock shall have a par value of: NO PAR VALUE

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D. Consideration: Shares of common stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.

E. Non-Assessability: Each share of common stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.

F. Voting Rights: Each share of common stock entitles the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation.

G. Cumulative Voting: No holder of common stock shall be entitled to any right of cumulative voting.

H. Dividends: Record holders of common stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

I. Liquidation Rights: Holders of common stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

ARTICLE FIVE

MINIMUM CAPITAL

The amount of capital with which the corporation shall begin shall not be less than: ONE THOUSAND (\$1,000.00) DOLLARS.

ARTICLE SIX

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is: 6471 Cow Pen Road, #J-112, Miami Lakes, FL 33014.

ARTICLE SEVEN

NUMBERS OF DIRECTORS

This corporation shall have one Director initially, although the number of Directors may be increased or diminished from time to time by the stockholders but shall never be less than one.

ARTICLE EIGHT

FIRST BOARD OF DIRECTORS

PRESIDENT/DIRECTOR: PEDRO E. LLAGUNO - 6471 COW PEN ROAD // J-112 MIAMI LAKES
FLORIDA 33014

ARTICLE NINE

SUBSCRIBER ADDRESS

The office of the subscriber of these Articles of Incorporation, the number of shares of stock he agree to take and value of the consideration thereof is: PEDRO E. LLAGUNO - 6471 COW PEN ROAD, //J-112 MIAMI LAKES, FL 33014

100 SHARES AT NO PAR VALUE

ARTICLE TEN

AMENDMENT

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

ARTICLE ELEVEN

RESIDENT AGENT

The resident agent of this corporation is:

PEDRO E. LLAGUNO

The corporation may change its resident agent and principal office any time.

IN WITNESS WHEREOF, the undersigned subscriber does make, subscribe, acknowledge and file this Certificate for the purpose of forming a corporation for profit under the laws of the State of Florida.

DATED: March 14, 1997


Pedro E. Llaguno

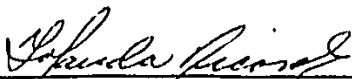
STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared PEDRO E LLAGUNO to me well known and known to me to be the individual described in, and who executed the foregoing Certificate of Incorporation, and who acknowledged

before me that the same was executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal
at the city of Miami, County of Dade, State of Florida, this 14th day
of March, 1997



NOTARY PUBLIC, State of Florida
Yolanda RICARD
Printed Name

My Commission Expires:



YOLANDA RICARD
My Commission C0390001
Expires Sep. 13, 1998

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES 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.:

INNOVATIVE ENGINEERING CREATIONS INC.

desiring to organized under the Laws of the STATE OF FLORIDA, with its
principal office indicated in the Articles of Incorporation, at the City
of Miami, County of Dade, State of Florida,
has named:

PEDRO E. LLAGUNO
6471 COW PEN ROAD No.J-112
MIAMI LAKES, FL 33014

as its agent to accept service of process within this state.

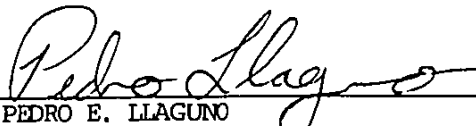
Dated: March 14, 1997



PEDRO E. LLAGUNO, PRESIDENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE ESTATED
CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT
TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISION OF THE SAID
ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

Dated: March 14, 1997



PEDRO E. LLAGUNO

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA