

797000032058

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8662
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 97 APR - 9 AM 11:03
 TALLAHASSEE, FLORIDA

K.R. APR - 9 1997

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	4-9-97		
TIME	2:30		ck No. _____
BY	DK		

WALK-IN
 Will Pick Up _____

RE: D' Tanco, Inc.

	C.C. FEE.	DISBURSE
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S.		
Fictitious Name File		
Name Reservation		
Annual Report/Statement		
Reg. Agent Service		
Document Filing		
Corporate ktl	04/04/97 - 01004 - 026	
Vehicle Search	*****70.00 *****70.00	
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX ()		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplied.....	\$
SUBTOTAL.....	\$
PREPARED.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 10% per Annum

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
D'TANCO, INC.

We, the undersigned, hereby associate ourselves together for the purpose of organizing a corporation in accordance with the laws of the the State of Florida.

97 APR -9 FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation shall be: D'Tanco, Inc.

ARTICLE TWO

The general nature of the business to be transacted by this corporation shall be: real property management and investments.

The corporation may also engage in any other business that any corporation incorporated under the laws of the State of Florida may lawfully engage in.

ARTICLE THREE

This corporation shall have the following express powers:

1. To have succession by its corporate name, perpetually.
2. To sue and be sued, and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
3. To adopt and use a corporate seal and alter said seal.
4. To appoint such officers and agents as its affairs shall require and allow them suitable compensation.
5. To adopt, change, amend, and repeal by-laws, not inconsistent with law or this certificate of incorporation, for the exercise of its corporate powers, the management, regulation and government of its affairs and property, the transfer on its records of its stock or other evidence of interest or indebtedness, and the calling and holding of meetings of its stockholders.
6. To increase or diminish, by vote of its stockholders, cast as the by-laws may direct, the number of directors, managers or trustees, provided, that the number shall never be less than three.

7. To make and enter into all contracts necessary and proper for the conduct of its business.

8. (a) To conduct business, have one or more offices, and to buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, and buy, hold, mortgage, sell, convey or otherwise dispose of franchises in this State and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in foreign countries.

(b) To purchase the corporate assets of any other corporation and engage in the same character of business.

(c) To acquire, enjoy, utilize and dispose of patents, copyrights, and trademarks and any licenses or other rights or interests thereunder or therein.

(d) To take, hold, sell, and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.

9. (a) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock or any bonds, securities or other evidences of indebtedness created by any other corporation of this state or any other state or government; while owner of such stock, to exercise all the rights, powers, and privileges of ownership including the right to vote such stock.

(b) To purchase, hold, sell, and transfer shares of its own capital stock, provided that this corporation shall not purchase any of its own capital stock except from the surplus of its assets over its liabilities including capital. Shares of its own capital stock owned by the corporation shall not be voted directly or indirectly, or counted as outstanding for the purpose of any stockholder's quorum or vote.

10. To do all and everything necessary and proper for the accomplishment of the objects enumerated in this certificate of incorporation or necessary or incidental to the benefit and protection of the corporation, and to carry on any lawful business necessary or incidental to the attainment of the objects enumerated in this certificate of incorporation.

11. To contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as it or its Board of Directors may deem necessary or expedient and shall authorize or agree upon, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, whether secured or unsecured and execute such mortgages or other instruments upon encumbering its property or credit to secure the payment of money borrowed or owing by its as occasion may require and the Board of Directors deems expedient.

ARTICLE FOUR

The maximum number of shares of stock that this corporation is authorized to have outstanding is 500 shares of common stock of \$1.00 par value.

ARTICLE FIVE

The amount of capital with which this corporation shall begin business will not be less than Five Hundred (\$500.00) Dollars.

ARTICLE SIX

This corporation shall have perpetual existence.

ARTICLE SEVEN

The post office address of this principal place of business of the corporation shall be: 8751 S.W. 49th Street, Miami, Florida 33165.

ARTICLE EIGHT

The number of directors of this corporation shall not be less than one.

ARTICLE NINE

The names and post office addresses of the members of the first Board of Directors of the corporation are:

Tania Munoz
8751 S.W. 49th Street
Miami, Florida 33165

ARTICLE TEN

The names and post office addresses of each subscriber to the Articles of Incorporation are as follows:

BRUCE M. BOIKO
7780 S.W. 117th Avenue
Suite 100
Miami, Florida 33183

ARTICLE ELEVEN

The following shall hold the offices opposite their respective names for the first year of the corporation's existence, or until their successors are elected and shall have qualified:

President:	Tania Munoz
Secretary:	Tania Munoz
Treasurer:	Tania Munoz

ARTICLE TWELVE

No contract or other transaction between the corporation and any other corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer or are directors or officers of such other corporation, and any director or directors, individually or jointly, may be a party of parties to, or may be interested in any such contract or transaction of the corporation or in which the corporation is interested, and no contract, act or transaction of the corporation with any person or persons, firms or corporation in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he also is a director of such subsidiary or controlled company.

ARTICLE THIRTEEN

The directors of this corporation shall be chosen at the annual meeting of the stockholders. Vacancies in the Board of Directors shall be filled by the directors remaining in office until the next meeting of the stockholders.

ARTICLE FOURTEEN

The presence of a majority of the directors shall be necessary at any meeting to constitute a quorum to transact business. The act of a majority of directors present at a meeting where a quorum is present shall be the act of the Board of Directors. Directors meetings may be held within or without the State of Florida.

ARTICLE FIFTEEN

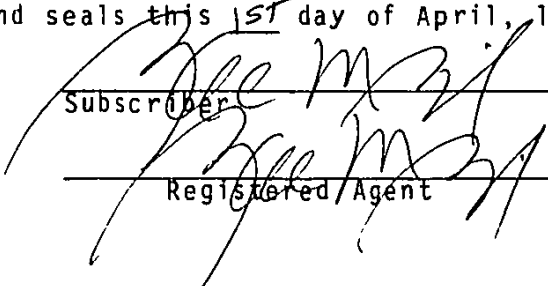
The corporation shall indemnify any and all of its directors or officers or former directors or officers, or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock, or of which it is creditor against the expenses actually and necessarily incurred by them, in connection with the defense of any action, suit, or proceedings, in which they or any of them are made parties, or a party by reason of being or having been directors or officers, or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer, or former director or officer or person shall be adjudged in such action, suit, or proceedings, to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws, agreement, vote of stockholders, or otherwise.

ARTICLE SIXTEEN

The name and address of the initial registered agent and officer of this corporation is Bruce M. Boiko, Esq., 7780 S.W. 117th Avenue, Suite 100, Miami, Florida 33183 and said person herein acknowledges that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

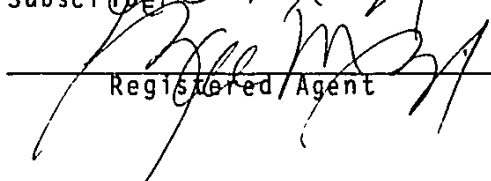
ARTICLE SEVENTEENTH

WE, the undersigned, do hereby make, subscribe, acknowledge and file this the Article of Incorporation hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set our hands and seals this 1st day of April, 1997.



Subscriber

(Seal)



Registered Agent

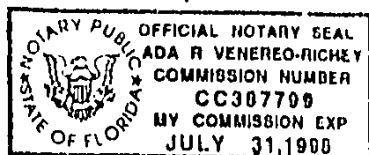
(Seal)

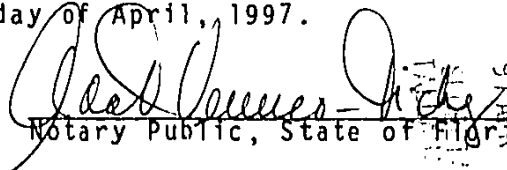
STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, BRUCE M. BOIKO, personally known to me and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily, for the purpose of incorporating as a corporation under the laws of the State of Florida.

IN WITNESS my hand and official seal at Miami, Florida, Dade County, Florida on this 1st day of April, 1997.

My Commission Expires:





Notary Public, State of Florida

FILED
97 APR -9 AM 11:00
STATE OF FLORIDA
CLERK OF THE SUPREME COURT