

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

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 \$ _____

RE: C. A. E. Advertising, Inc.

<input checked="" type="checkbox"/> Cash Express	<input type="checkbox"/> C.C. FEE	<input type="checkbox"/> DISBURSED
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit	600002138865--9	
<input type="checkbox"/> Vehicle Search	-04/10/97--01036--001	
<input type="checkbox"/> Driving Record	****122.50 ****122.50	
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		

SUBTOTALS _____

REQUEST TAKEN CONFIRMED APPROVED
DATE 4/10/97
TIME 1:30 CK No. _____
BY CD

WALK-IN
Will Pick Up _____

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
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, 18% per Annum.

RECEIVED
APR 10 AM 10:01
THANK YOU
Your Capital Connection

ARTICLES OF INCORPORATION
OF
G.A.E. ADVERTISING, INC.

FILED
97 APR 10 AM 11:55
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be:

G.A.E. ADVERTISING, INC.

ARTICLE II. NATURE OF BUSINESS

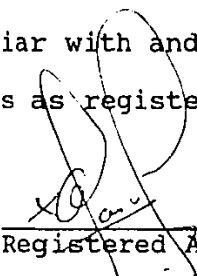
This corporation may engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000.00) shares of common stock having a par value of One Dollar (\$1.00) per share. The corporation will begin business with One Thousand shares of common stock at One Dollar (\$1.00) per shares or One Thousand Dollars (\$1,000.00).

ARTICLE IV. ADDRESS

The street address of the principal office is 444 Brickell Avenue, Suite 250, Miami, Florida 33131. The street address of the initial registered offices of the corporation shall be 444 Brickell Avenue, Suite 250, Miami, Florida 33131, and the name of the initial registered agent of the corporation at the office shall be ANGEL GARAY. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Registered Agent: ANGEL GARAY

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have the following directors in office until otherwise selected according to the Bylaws of the corporation. The directors are as follows:

President/Director	Antonio Caldeiro 444 Brickell Avenue, Suite 250 Miami, Florida 33131
Vice-President/ Director	Gerardo Arino 444 Brickell Avenue, Suite 250 Miami, Florida 33131
Secretary/Treasurer/ Director	Angel Garay 444 Brickell Avenue, Suite 250 Miami, Florida 33131

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is: JORGE L. DE LA OSA, ESQ. 10680 SW 113th Place, Suite #103, Miami, Florida 33176.

Incorporator: JORGE L. DE LA OSA, ESQ.

IN WITNESS WHEREOF, the undersigned has hereunto set
his hand and seal this 4th day of April, 1997.

STATE OF FLORIDA))
COUNTY OF DADE) ss:

BEFORE ME, the undersigned authority, personally appeared JORGE L. DE LA OSA, ESQ., who, after being duly sworn, deposes and says that the foregoing Articles of Incorporation are true and correct in all respects.

SWORN TO AND SUBSCRIBED before me, this 4th day of April, 1997.

NOTARY PUBLIC, State of Florida

My commission expires:

 Personally known to me, or

Produced Identification:

DID take an Oath

DID NOT take an Oath

