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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: HASROUN, INC.

AUDIT NUMBER.....H97000007173

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DM 5/1/97

Law Offices
Joseph M. Wehby, P.A.

FONTAINEBLEAU EXECUTIVE PLAZA
6390 W. FLAGLER STREET, SUITE 804
MIAMI, FLORIDA 33144

TELEPHONE (305) 554-8800
FACSIMILE (305) 554-4888

April 30, 1997

HAND DELIVERED

Secretary of State
Division Of Corporations
Department Of State
P.O. Box 6327
Tallahassee, Florida 32301

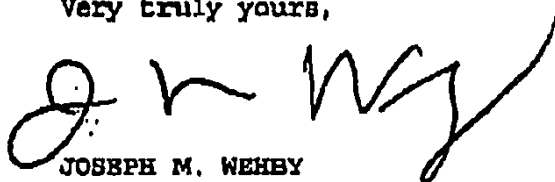
Re: HASROUN, INC.

Dear Sir or Madam:

You will please find enclosed the Articles of Incorporation for HASROUN, INC. The company's name is the name of a City and has no English translation to the best of my knowledge.

If you have any questions feel free to contact the undersigned. Thank you for your cooperation.

Very truly yours,



JOSEPH M. WEHBY

JMW/mo
Encl. .

(S)

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ARTICLES OF INCORPORATION

ARTICLE I - EXECUTION: Undersigned hereby execute(s) and acknowledge(s) these Articles of Incorporation, in order to organize and incorporate a business for profit, under the Corporate name (*1) and at the initial business address (*2) stated in ARTICLE XIII.

ARTICLE II - PURPOSE(S) AND OBJECT(S): The Corporation is formed, pursuant to the specific Law (*3) and for the purpose(s) or object(s) of (*4) stated in ARTICLE XIII. The Corporation may engage in the stated business or specific profession and in any other transaction or business, permitted under the laws of the United States and of this State.

ARTICLE III - DURATION: The duration of this Corporation shall be perpetual. Corporate existence shall commence (*5) stated in ARTICLE XIII, provided that all of the requirements of the law are met.

ARTICLE IV - REGISTERED OFFICE - AGENT: The name of the Registered Agent (*6) and the street address of the Registered Office (*7) are stated in ARTICLE XIII.

ARTICLE V - NUMBER OF DIRECTORS: The number of the Board of Directors, if any, shall be determined, from time to time, by the By-Laws.

ARTICLE VI - SHARES: The number of authorized shares (*8), whether such shares shall be Par Value or No Par Value (*9) and the class of shares which are authorized (*10) are stated in ARTICLE XIII.

ARTICLE VII - INCORPORATOR(S) AND DIRECTOR(S): The name and address of each Incorporator (*12) is stated in ARTICLE XIII.

ARTICLE VIII - BROADEST POWERS; INCORPORATION BY REFERENCE: The Corporation shall have the broadest powers to do any and all things necessary, suitable, convenient, or proper for the accomplishment of any of the Purposes or the attainment of any of the Objects enumerated, or which, at any time, appear conducive or expedient for the protection or benefit of the Corporation either as holder of, or as to its interest in, any property or otherwise, with all the powers now or hereafter conferred, by the laws of this State, upon Corporations incorporated hereunder.

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THIS INSTRUMENT WAS PREPARED BY:
LAW OFFICES OF JOSEPH M. WEHBY, P.A.
JOSEPH M. WEHBY, ESQUIRE
FONTAINEBLEAU EXECUTIVE PLAZA
8370 WEST FLAGLER STREET, SUITE 204
MIAMI, FLORIDA 33144
TELEPHONE NO.: (305) 554-5300

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ARTICLE IX - INDEMNIFICATION: The Corporation shall Indemnify and hold harmless, any Party to a threatened, pending or completed action, suit, or proceeding, arising out of contract (as distinguished from tort), other than an action by, or in the right of, the Corporation, because he/she is or was a Director or Executive Officer thereof, against expenses (including attorneys' fees), judgments and amounts paid in settlement, actually and reasonably incurred in connection therewith, including appeals thereof, if he/she acted in good faith and in a manner, he/she reasonably believed to be in, and not opposed to, the best interest of the Corporation.

ARTICLE X - GENERAL: A. Shareholders shall not have a preemptive right to acquire unissued or treasury shares of the Corporation or its securities that are convertible into, or carry a right to subscribe to or acquire shares, unless otherwise stated (*13) in ARTICLE XIII.

ARTICLE XI - ACCEPTANCE BY REGISTERED AGENT: The Party named (Individual or Corporation) (*6) in ARTICLE XIII agrees: to act as Registered Agent, and as such, to accept Service of Process; to keep the Registered Office open during the hours prescribed by Law; and to post such Agent's name and the name of any other Officers of the Corporation authorized by Law to accept Service of Process, at the address stated in this State, in some conspicuous place in the Registered Office, as required by Law.

ARTICLE XII - SPECIAL PROVISIONS: Special Provisions are stated at (*14) in ARTICLE XIII.

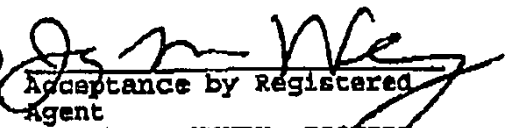

ARTICLE XIII:

(*1) HASROUN, INC.	: Name	I
(*2) 1200 S.W. 86th Court Miami, Florida 33144	: Address	I
(*3) Chapter 607, Florida Statutes	: Applicable Statute of Incorporation	II
(*4) All lawful purposes for which corporations may be incorporated under Chapter 607	: Specific Business or Licensed-Certified Professional	II
(*5) On filing	: Commencement of Corporate Existence	III
(*6) JOSEPH M. WRHBY, ESQUIRE	: Name of Registered Agent	IV

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- (*7) FONTAINEBLEAU EXECUTIVE PLAZA
8370 WEST FLAGLER STREET, SUITE 204
MIAMI, FLORIDA 33144 :Address of Registered Office IV
- (*8) 100 One Hundred :Number of Authorized Shares VI
- (*9) One Dollar (\$1.00) par value :\$ Par Value or no Par Value VI
- (*10) All shares are common voting and are entitled to receive the net assets of the corporation equally upon dissolution. :Class of Shares VI
- (*11) GEORGE R. BUNASSAR
1200 S.W. 86th Court
MIAMI, FLORIDA 33144 :Name and address of each Incorporator VII
- (*12) GEORGE R. BUNASSAR :Name and address of each Member of the Initial Board of Directors VII
- (*6)  Acceptance by Registered Agent
JOSEPH M. WEHBY, ESQUIRE
LAW OFFICES OF JOSEPH M. WEHBY, P.A.
FONTAINEBLEAU EXECUTIVE PLAZA
8370 WEST FLAGLER STREET, SUITE 204
MIAMI, FLORIDA 33144
- 
GEORGE R. BUNASSAR
INCORPORATOR

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