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FEDERAL ID # 59-2237633
THOMAS M. BLINSTRUB
PARALEGAL

* BOARD CERTIFIED CIVIL TRIAL LAWYER

May 28, 1997

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

Re: Otoyatech, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation, Acceptance of Registered Agent Designated in Articles of Incorporation and our check for filing same. We have enclosed an additional fee for a return copy of the Articles once filed.

Please feel free to call should you have any questions.

Very truly yours,

WIEDERHOLD, MOSES, BULFIN & RUBIN, P.A.

By:

John J. Bulfin

JJB:cb

Enc.

cc: Mr. Carlos Otoya

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97 JUN -2 AM 7:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
OTOYATECH, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

OTOYATECH, INC.

The address of the principal office of this corporation shall be 13402 La Mirada Circle, Wellington, Florida 33414, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, foreign country, territory or nation. The corporation will engage in consulting regarding the use of heavy equipment in the construction industry, including buying, selling, exporting and importing heavy equipment, parts and tools and distributing and marketing various products. The corporation will also give technical support and evaluation of construction equipment. The business of the corporation will not be limited.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 515 North Flagler Drive, Suite 800, West Palm Beach, Florida 33401, and the name of the initial registered agent of the corporation at that address is John J. Bulfin.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The name and address of the initial members of the Board of Directors are:

Carlos Otoya	13402 La Mirada Circle Wellington, FL 33414
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Melissa Otoya	13402 La Mirada Circle Wellington, FL 33414
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ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Carlos Otoya President/Treasurer	13402 La Mirada Circle Wellington, FL 33414
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Melissa Otoya Vice President/Secretary	13402 La Mirada Circle Wellington, FL 33414
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The name and street address of the incorporator to these Articles of Incorporation:

Carlos Otoya
13402 La Mirada Circle
Wellington, FL 33414

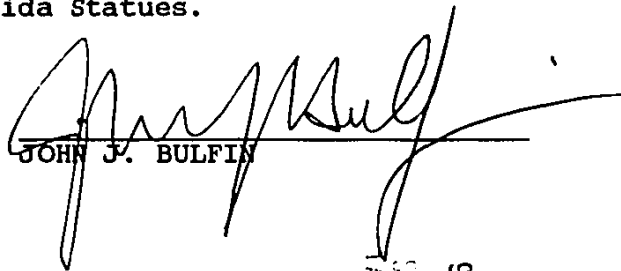
IN WITNESS WHEREOF, the undersigned has hereunto set his hand
and seal this 26 day of May, 1997.



CARLOS OTOYA

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

John J. Bulfin, Esquire, an individual, having a business office identical with the registered office of the foregoing corporation, OTOYATECH, INC., who has been designated as registered agent in the foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of registered agent as provided by Section 607.0505, Florida Statutes.


JOHN J. BULFIN

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97 JUN -2 PM 7:42
COUNTY OF DADE
TALLAHASSEE, FLORIDA

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6/03/97

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ARMANDO A. PARDILLO, ESQ.
CONTACT: MARIA HIGALDO
PHONE: (305)444-0100

ACCT#: 072720000301

FAX #: (305)448-4375

NAME: NURY'S CAFETERIA, INC.

AUDIT NUMBER.....H97000009093

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

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TAMPA, FLORIDA

RM 61417

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**ARTICLES OF INCORPORATION
OF
NURY'S CAFETERIA, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is:

NURY'S CAFETERIA, INC.

ARTICLE TWO

The principal office of the corporation shall be located at:

5376 W. Palm Avenue
Hialeah, Florida 33010

Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE THREE

This corporation shall have perpetual existence and may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

Armando A. Pardillo, Esq.
Florida Bar #213081
1401 Ponce de Leon Blvd. #202
Coral Gables, FL 33134
Tel: 305-444-0100
Fax: 305-448-4375

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TALLAHASSEE, FLORIDA

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ARTICLE FOUR

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE FIVE

The corporation shall have one director initially. However, the number of directors may be increased or decreased from time to time in such a manner as may be prescribed by the By-Laws.

The name and address of the initial director is:

NAME
NURY COLON

ADDRESS
1270 West 79th St.
Hialeah, Florida 33014

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ARTICLE SIX

The name and address of the subscriber to these Articles of Incorporation is:

NAME

ADDRESS

NURY COLON

**1270 West 79th, St.
Hialeah, Florida 33014**

ARTICLE SEVEN

The name and street address of the initial registered agent and office of this corporation is:

NAME

ADDRESS

NURY COLON

**1270 West 79th, St.
Hialeah, Florida 33014**

ARTICLE EIGHT

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of the corporation without the necessity of further authority from the stockholders, except as by law or in these Articles otherwise provided; any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued, unless otherwise provided by the By-Laws of the corporation. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by the law.

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ARTICLE NINE

The number of shares the corporation is authorized to issue is 500 shares, which shall be common stock of \$1.00, par value, each.

ARTICLE TEN

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon.

ARTICLE ELEVEN

The shareholders may at their sole discretion, repeal, alter or amend the By-Laws of this corporation, restricting the power vested in the Board of Directors to adopt, amend, or repeal the By-Laws within its regular course of business.

IN WITNESS WHEREOF, the undersigned incorporator set her hand and affixed her seal, on this 2 day of June, 1997.

Nury M. Colon
Nury Colon, Incorporator

Having been named as resident agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505 Florida Statutes.

Nury M. Colon
Nury Colon, Resident Agent

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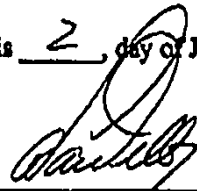
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STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 2 day of June, 1997, by
Nury Colon, who is personally known to me.



Armando A. Pardillo
MY COMMISSION # 00814439 EXPIRES
February 18, 2001
BONDED THRU TROY PAUL INSURANCE, INC.



Armando A. Pardillo, Notary Public

C:\CORPART\PER.MAS

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