

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Investments
magacan,
Inc

6/27/97

Signature _____

Requested by: CS

Name _____

Date 6/27

Time 10:00

Walk-In _____

Will Pick Up _____

800002224638--5
-06/27/97--01033--018
*****70.00 *****70.00

FILED
97 JUN 27 PM 1:07
RECEIVED
97 JUN 27 AM 10:47
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Name Reservation _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

**ARTICLE OF INCORPORATION
OF
INVESTMENTS MAGACAR, INC**

FILED

97 JUN 27 PH 1:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Article of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

INVESTMENTS MAGACAR, INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10965 W Broward Blvd, Plantation FL 33324

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 Shares at \$50.00 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registration agent is:

**CARLOS MANEIRO
10965 W BROWARD BLVD
PLANTATION, FL 33324**

ARTICLE V INCORPORATOR(S)


The name (s) and street address (es) of the incorporator (s) to these Articles of Incorporation is (are):

CARLOS MANEIRO : 10965 W Broward Blvd, Plantation FL 33324
CARLOS MANEIRO JR : 10965 W Broward Blvd, Plantation FL 33324
CARLISA MANEIRO : 10965 W. Broward Blvd, Plantation FL 33324
MAGALI MANEIRO : 10965 W. Broward Blvd, Plantation FL 33324

The undersigned incorporator (s) has (have) executed these Articles of Incorporation this June 19, 1997



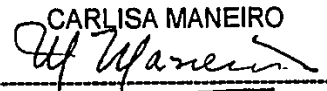
CARLOS MANEIRO
PRESIDENT



VICE-PRESIDENT
CARLOS MANEIRO JR.



SECRETARY

CARLISA MANEIRO


TREASURER
MAGALI MANEIRO

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
97 JUN 27 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISION OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED CORPORATION, ORGANIZED
UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATION THE REGISTERED OFFICE/REGISTERED AGENT ,
IN THE STATE OF FLORIDA.

1. The name of the corporation is:

INVESTMENTS MAGACAR INC

2. The name and address of the registered agent office is:

**CARLOS MANEIRO
10965 W Broward Blvd Plantation FL 33324**

Having been named as registered agent and to accept service of process for the
above stated corporation at the designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree
to comply with provisions of all statutes relating to the proper and complete
performance of my duties and I am familiar with and accept the obligations of my
position as registered agent.



Signature

6/20/97
Date