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ATTORNEYS AT LAW

1402 MIAMI CENTER

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VIA UPS

July 2, 1997

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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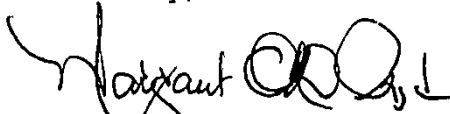
CENTRAL AMERICAN FINANCIAL GROUP, INC.

Ladies or Gentlemen:

Enclosed for filing with the Division of Corporations are the Articles of Incorporation of the captioned corporation. Also enclosed is a check in the amount of \$122.50, payable to the Florida Secretary of State, to cover the required filing fee.

Please return the certified copy of the Articles to me in the enclosed prepaid UPS envelope.

Sincerely,



Margaret O'D. Ryder
Legal Assistant

MODR

Enclosures

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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7/5/97

ARTICLES OF INCORPORATION
OF
CENTRAL AMERICAN FINANCIAL GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is Central American Financial Group, Inc.. Its business mailing address is 1402 Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 20,000,000 shares of common stock having a par value of \$.001 per share.

ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 1402 Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131, and the initial registered agent of this Corporation at such office shall be Robert B. Macaulay, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to

keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The name and address of the director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Lionel Peralta	1402 Miami Center 201 South Biscayne Boulevard Miami, Florida 33131

ARTICLE VII - INCORPORATOR

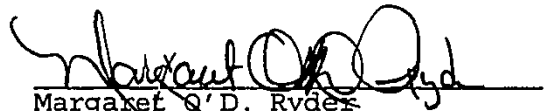
The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Dennis J. Olle	1402 Miami Center 201 South Biscayne Boulevard Miami, Florida 33131


Dennis J. Olle, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation of Central American Financial Group, Inc. were acknowledged before me this 2nd day of July, 1997, by Dennis J. Olle, as Incorporator, who is personally known to me.


Margaret O'D. Ryder
Notary Public, State of Florida

My Commission Expires: _____



Margaret O'D. Ryder
MY COMMISSION # 00555590 EXPIRES
September 15, 2000
BONDED THRU TROY FARM INSURANCE, INC.

(Seal)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Central American Financial Group, Inc. at the place designated in the Articles of Incorporation, Robert B. Macaulay agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: July 2, 1997


Robert B. Macaulay

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