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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ROYAL OKAS ESTATES, INC.

AUDIT NUMBER...... H97000013130

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

CERT. OF STATUS...0

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 11, 1997

EMPIRE

SUBJECT: ROYAL OAKS ESTATES, INC.

REF: W97000018513

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

THE CONFLICT IS "ROYAL OAR ESTATES, INC."

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6919.

Beth Register Corporate Specialist Supervisor FAX Aud. #: H97000013130 Letter Number: 397A00040664

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ARTICLES OF INCORPORATION OF

THE ESTATES AT ROYAL CARS, INC.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is THE ESTATES AT ROYAL CARS, INC., located at 7600 West 20 Avenue, Suite 220, Hialeah, Florida 33016.

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 of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is One Thousand shares of common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 7600 West 20 Avenue, Suite 220, Hialanh, Florida 33016 and the

Ceasor Mestre, Jr.
Florida Bar No. 814687
7600 W. 20th Que. #220
Higleoh, Fl. 33016
(305) 821-5450

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initial registered agent of this corporation at such office shall be CEASAR MESTRE, JR., 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 four members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one nor more than four. The name of the director constituting the initial Board of Directors is:

Name

Address

CEASAR MESTRE, JR.,

7600 West 20 Avenue, 7221 Hialeah, Florida 33016

JOHN M. RODRIGUEZ

7600 West 20 Avenue, #221 Hialeah, Florida 33016

HOMERO CRUZ

2302 W. 79th Streat Hialesh, Florida 33016

ARMANDO CARCACHE

2302 W. 79th Street Highesh, Florida 33016

ARTICLE VII - INCORPORATOR

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

Name

Address

CEAGAR MESTRE, JR.

7600 West 20 Avenue, #221, Hislesh, Florida 33016

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CEASAR MESTRE JR., Incorporator

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STATE OF FLORIDA

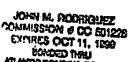
COUNTY OF DADE

The foregoing Articles of Incorporation of THE ESTATES AT ROYAL CAKS, INC. were acknowledged before me this _//_ day of August, 1997 by CEASAR MESTRE, JR., as Incorporator.

Personally Known

My commission expires:

Cary Fublic



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for THE ESTATES AT ROYAL CARS, INC., at the place designated in the Articles of Incorporation, CEASAR MESTRE, JR., agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: 9-11-97

Registered Agent

497000013130