

P97000070413

Attorney at Law

MARIA ANTONIA GUITIAN

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P.O. Box 144555
Coral Gables, Fl. 33134

July 23rd, 1997

Department of State
Division of Corporations
New Filing
409 East Gaines Street
Tallahassee, Florida 32399

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Attention: Rita

RE: Third Millenium Corp.

Dear Rita:

Please find enclosed an original Article of Incorporation together with a copy to be returned to me as a certified copy. I have also enclosed a check for \$122.50.

Should you need any further documentation, please do not hesitate to contact me.

Sincerely,

Maria A. Guitian

Maria Antonia Guitian, Esq.

MAG/wp
Enclosures

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Attorney at Law

MARIA ANTONIA GUITIAN

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P.O. Box 144555
Coral Gables, Fl. 33134

August 6th, 1997

Ms. Becky McKnight
Document Specialist
Florida Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

RE: Ref: W97000017613
Letter Number 697A00039012

Dear Ms. McKnight:

Please find enclosed three articles of incorporation for the "proposed corporations" and their respective copies so that you may file the Articles of Incorporation of the "proposed corporation" whose name is available.

Please be so kind as to return the "proposed articles of incorporation" that you will not be using and a certified copy of the one that you will file.

Thanking you in advance for your consideration to this matter.

Should you have any questions, please do not hesitate to contact me.

Sincerely,



Maria Antonia Guitian, Esq.

MAG/wp
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 31, 1997

MARIA ANTONIA GUITIAN, ESQ.
PO BOX 144555
CORAL GABLES, FL 33134

SUBJECT: THIRD MILLENIUM CORP.
Ref. Number: W97000017613

We have received your document for THIRD MILLENIUM CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Please return the original and one copy of 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) 487-6931.

Becky McKnight
Document Specialist

Letter Number: 697A00039012

ARTICLES OF INCORPORATION
FOR
MEGA FAMILY CORP.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statute, Chapter 607, hereby adopts the following Articles of Incorporation.

ARTICLE I- NAME

The name of the corporation shall be: MEGA FAMILY CORP.

ARTICLE II-PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be: 8051 s.w. 92nd Avenue, Miami, Florida 33173.

ARTICLE III- CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is: 100 shares at a par value of \$1.00.

ARTICLE IV- TREASURY STOCK

Subject to the provisions of the Law, the Corporation may purchase or otherwise acquire, hold and release the shares of its capital stock.

ARTICLE V- REGISTERED AGENT

The name and address of the registered agent of the corporation is: Frances L. Fernandez, whose address is 8051 S.W. 92nd Avenue Miami, Florida 33173.

ARTICLE VI- INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: Frances L. Fernandez, whose address is 8051 S.W. 92nd Avenue, Miami, Florida 33173.

ARTICLE VII- NATURE OF BUSINESS

The nature of the business conducted by the Corporation is to engage in every lawful business or operation permitted by the Laws of the State of Florida under Chapter 607, including, but not limited to the right and power to manufacture, build, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and invest in trade in, deal in goods, wares, merchandise, real and personal property and services of very kind.

The foregoing shall be construed as independent business and the enumeration of any specific business shall not restrict any other business of the Corporation.

The Corporation may carry on any other lawful business in connection with the foregoing, which is calculated directly or indirectly to promote the interests of the corporation or to enhance the value of its assets.

ARTICLE VIII-MEETINGS

Meetings of the shareholders or directors, as may be assigned, will be held within the State of Florida at such place as the By-Laws of the Corporation may designate or as may be agreed upon by waiver and consent of the all members of the class.

ARTICLE VIX- GENERAL POWERS

The Corporation shall have full power and lawful authority to issue, execute, assign and endorse notes, mortgages, bonds, and all other negotiable papers to hold, bind, and sell stock of other corporations, secure any indebtedness due it in the same

manner common to natural persons. The Corporation shall have the full power to loan money and to secure the payment thereof by accepting mortgages, personal endorsements or assignments of personal property or other security. The Corporation may sue or be sued, contract or be contracted with, and do any and all other acts necessary and incidental to the powers herein specifically designated and any such power designated and expressed in the Florida Statutes.

ARTICLE X- STOCKHOLDERS AND DIRECTORS

The business affairs of the Corporation shall be carried on by the directors. The officers shall be elected by a unanimous board of director(s). There shall be at all times one (1) director. Any action by the shareholders of the Corporation shall be construed as valid and lawful if such action is within the lawful authority of the shareholders under the laws of the State of Florida, Chapter 607.

The Directors of the Corporation at the time of drafting these Articles of Incorporation are:

President: Frances L. Fernandez
Vice President: Jacqueline Andollo
Treasurer: Erika F. Camacho
Secretary: Francis R. Plasencia

Whose address is: 8051 S.W. 92nd Avenue, Miami, Florida 33173.

ARTICLE XI- CORPORATE EXISTENCE

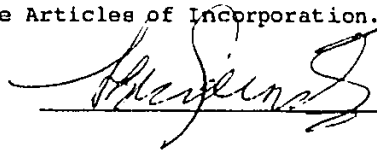
The Corporation shall have perpetual existence.

ARTICLE XII- RESERVATION OF RIGHTS

The Shareholders hereby reserve the right to amend or repeal any provisions contained in these Articles of Incorporation by

unanimous vote of the Shareholders.

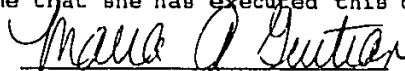
IN WITNESS WHEREOF, the undersigned incorporator has
hereunto set his hand and seal on this 21st day of July, 1997,
for the purposes of forming this Corporation for Profit under the
Laws of the State of Florida, and in the office of the Secretary
of the State of Florida, these Articles of Incorporation.



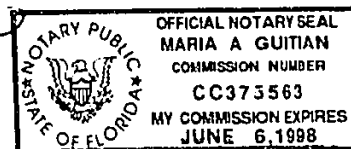
STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME the undersigned authority this day personally appeared Frances
L. Fernandez who has produced identification and who has not taken an oath and
who has acknowledged before me that she has executed this document.



Notary Public

My Commission expires:



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
THE ARTICLES OF INCORPORATION

FRANCES L. FERNANDEZ having listed his business and residence
address above and having been designated Registered Agent in the
above and foregoing Articles is familiar with and accepts the
obligations of the position of Registered Agent under Section
607.0505, Florida Statutes.


Frances L. Fernandez

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