

LAW OFFICES

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P970000070776

August 12, 1997

Reply To:

Miami

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Florida Department of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: Tetris Investments Inc.

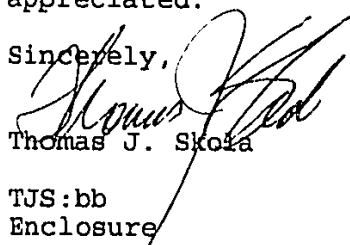
Dear Sirs:

Enclosed are the Articles of Incorporation for Tetris Investments Inc. and a check in the amount of \$122.50 in payment of the following:

\$35.00	-	Filing Fee;
\$35.00	-	Registered Agent Fee;
<u>\$52.50</u>	-	Certified Copy of the
		Articles of Incorporation
\$122.50		

Your prompt return of the certified copy of the Articles of Incorporation to my attention at the above address will be appreciated.

Sincerely,


Thomas J. Skola

TJS:bb
Enclosure

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****122.50 ****122.50

FILED
SECRETARY OF STATE
97 AUG 14 AM 8:48

BECKER & POLIAKOFF, P.A.

RP
8-15-97

ARTICLES OF INCORPORATION OF
TETRIS INVESTMENTS INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 14 AM 8:48

I, the undersigned natural person, competent to contract, acting as incorporator of the corporation described herein (the "Corporation") under the Florida Business Corporation Act, make, subscribe, acknowledge and file the following Articles of Incorporation for the Corporation.

ARTICLE I

NAME

The name of the Corporation is: TETRIS INVESTMENTS INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted is:

To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The amount of authorized capital stock is One Thousand and 00/100 Dollars (\$1,000.00), consisting of one thousand (1,000) shares of common stock.

ARTICLE IV

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of any kind, class or series, shall have the pre-emptive right to purchase his prorata share thereof (as nearly

as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which the Corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE VI

CORPORATE EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VII

PRINCIPAL OFFICE

The street address of the principal office of the Corporation in the State of Florida is 5201 Blue Lagoon Drive, Suite 100, Miami, Florida 33126.

ARTICLE VIII

NUMBER OF DIRECTORS

The number of directors of the Corporation shall be set from time to time by the By-laws, but shall be at least one (1).

ARTICLE IX

SUBSCRIBERS

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

Thomas J. Skola - 5201 Blue Lagoon Drive
Suite 100
Miami, Florida 33126

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 5201 Blue Lagoon Drive, City of Miami, County of Dade, State of Florida, and the name of the initial registered agent of the Corporation at that address is: Thomas J. Skola.

ARTICLE XI

ELECTION - AFFILIATED TRANSACTIONS/CONTROL - SHARE ACQUISITIONS

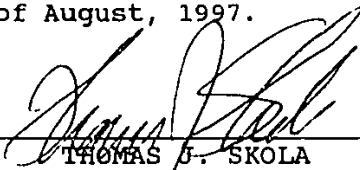
The Corporation expressly elects not to be governed by Sections 607.0901 and 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions and control share acquisitions, respectively.

ARTICLE XII

INDEMNIFICATION

To the full extent permitted by law, the Corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including one in the right of the Corporation to procure a judgment in its favor) by reason of the fact that he, or his testator or intestate, is or was a director, officer, employee or agent of the Corporation or served any other corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the Corporation.

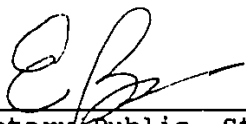
IN WITNESS WHEREOF, I do make and subscribe these Articles of
Incorporation on this 11th day of August, 1997.



THOMAS J. SKOLA

STATE OF FLORIDA)
) SS.:
COUNTY OF DADE)

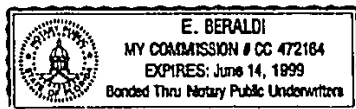
The foregoing instrument was acknowledged before me by THOMAS
J. SKOLA, individually. He is personally known to me and did take
oath, this 11th day of August, 1997.



Notary Public, State of Florida
at Large

My Commission expires:

Name of Notary: Elizabeth Beraldi



ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the
above-stated Corporation, at the place designated in the
foregoing Articles of Incorporation, I hereby accept to act in this
capacity, and agree to comply with the applicable provisions of all
pertinent legislation, including without limitation Section
607.0505 of the Florida Business Corporation Act.

By: 

Registered Agent

FILED
CLERK OF COUNTY OF DADE
97 AUG 14 AM 8:48