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1.) TOP SERVICES
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

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3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
(CORPORATE NAME & DOCUMENT #)

7.) _____
(CORPORATE NAME & DOCUMENT #)

8.) _____
(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100

8/2/97

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**ARTICLES OF INCORPORATION
OF
TOP SERVICES OF MIAMI, CORP**

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be: Top Services of Miami, Corp.

ARTICLE II - PRINCIPAL OFFICE

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

1025 Alton Road #509
Miami Beach, FL 33139

ARTICLE III- NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1000) shares of common stock having ONE DOLLAR (\$1.00) PAR VALUE

ARTICLE V - INITIAL REGISTERED AGENT

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Luis Henrique Oliveira
1025 Alton Rd. #509
Miami Beach, FL 33139

ARTICLE VI - BOARD OF DIRECTORS

The number of Directors may be altered from time to time by by-laws adopted by the stockholder's. However, the Corporation shall have no less than (1) director at any time.

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31 SEP -2 AM 9:31
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TALLAHASSEE, FLORIDA

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ARTICLE VII - INITIAL DIRECTORS

The name and post office address of each member of the initial Board of Directors is:

President

Luis Henrique Oliveira
1025 Alton Rd # 509
Miami, FL 33139

Vice President

Vania Cristina Oliveira
1025 Alton Rd # 509
Miami, FL 33139

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, service, in payment of corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

ARTICLE IX - INCORPORATOR(S)

The name and post office address of each incorporator executing these Articles of Incorporation is as follows:

Luis Henrique Oliveira
1025 Alton Rd # 509
Miami Beach, FL 33139

THE UNDERSIGNED INCORPORATOR (S), for the purpose of forming a Corporation to do business in the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

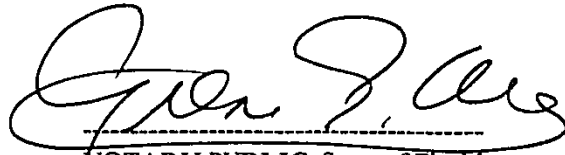

Luis Henrique Oliveira
President

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BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the state and county named above to tale acknowledgements personally appeared,

LUIS ENRIQUE OLIVEIRA
to me known to be the person (s) described as the incorporator(s) in the foregoing Articles of Incorporation , and he (she) acknowledged to me that NO executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, County and State above written this 28
day of AUG, 19 97


NOTARY PUBLIC, State of Florida

My commission expires:



PILAR P ALONSO
My Commission OC343366
Expires Jan. 20, 1998

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of laws applicable to said designation.



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37 SEP -2 AM 9:34
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