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THE SIX HUNDRED BUILDING
600 BRICKELL AVENUE
SUITE 603
MIAMI, FLORIDA 33131

JORGE R. ORTA

MARVIN B. SEIDMAN
OF COUNSEL

AREA CODE (305) 578-0200
FAX (305) 573-5551

97 SEP 29 AM 11:10
FILED
TALLAHASSEE, FLORIDA

September 12, 1997

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: ROFIJA CORP.

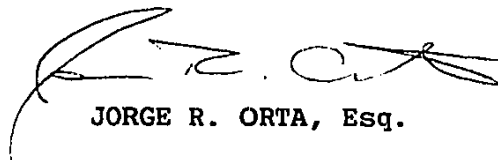
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*****78.75 *****78.75

Dear Sirs or Madams:

Enclosed, please find original and copy of the Articles of Incorporation of the above referenced corporation for filing, along with our check in the total amount of \$78.75, covering the filing fee (\$70.00) and the fee for a certificate under seal (\$8.75).

Please proceed to file and return a copy of the filed Articles along with the requested certificate, to us. If there are any further requirements, please inform immediately.

Very truly yours,


JORGE R. ORTA, Esq.

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JRO/io
Enclosure

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ARTICLES OF INCORPORATION
OF
ROFIJA CORP.

ARTICLE ONE
(Name)

The name of this corporation shall be:

ROFIJA CORP.

ARTICLE TWO
(Nature of Business)

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

ARTICLE THREE
(Term of Existence)

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE FOUR
(Number of Directors)

This corporation shall at all times have at least one Director. The stockholders of this corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this corporation, provided that the corporation at all times have a minimum of one Director.

ARTICLE FIVE
(Amendment)

These Articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

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**ARTICLE SIX
(Capital Stock)**

This corporation shall have One Hundred (100) shares of common stock, with par value of \$1.00, each share. All said stock shall be payable in property, labor, services, or as otherwise be accepted by the Board of Directors and just valuation shall by them be applied thereof.

**ARTICLE SEVEN
(Initial Office)**

The initial office address of this corporation in the State of Florida shall be:

1121 Crandon Blvd., Suite E-1204, Key Biscayne, Florida 33149

The Board of Directors may from time to time move the principal office to any other address within the State of Florida.

**ARTICLE EIGHT
(Initial Directors)**

The initial directors of this corporation shall be:

Josephine Cruz

**ARTICLE NINE
(Subscribers)**

The name of each subscriber(s) to these Articles of Incorporation is/are:

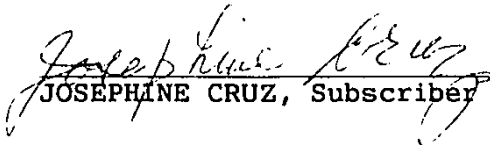
<u>NAME</u>	<u>ADDRESS</u>
Josephine Cruz	1121 Crandon Blvd., Ste. E-1204 Key Biscayne, Florida 33149

**ARTICLE TEN
(Resident Agent)**

The name of the Resident Agent of this corporation for the purpose of service and for any other purpose for which a resident agent is required shall be:

<u>NAME</u>	<u>ADDRESS</u>
Jorge R. Orta	600 Brickell Avenue, Ste. 603 Miami, Florida 33131

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at
County of Dade, State of Florida, on this 12th day of September,
1997.



JOSEPHINE CRUZ, Subscriber

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

That ROFIJA CORP., desiring to organize or qualify under the
laws of the State of Florida, with its principal place of busi-
ness at the City of Miami, State of Florida, has named, JORGE R.
ORTA, 600 Brickell Avenue, Ste. 603, Miami, State of Florida, as
its agent to accept service of process in Florida.

Signature: 

(JORGE R. ORTA)

Title: Registered Agent

Date: September 12, 1997

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TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate,
I hereby agree to act in this capacity, and I further agree to
comply with the provisions of all Statutes relative to the proper
and complete performance of my duties.

Signature: 

(JORGE R. ORTA)

Date: September 12, 1997