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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: HI-TECH ACCOUNTING GROUP
CONTACT: MANUEL R DEL VALLE
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NAME: FAIR BUSINESS INTERNATIONAL, INC.

AUDIT NUMBER.....H97000016940

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

CERT. OF STATUS..1

PAGES..... 5

CERT. COPIES.....0

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FLORIDA DIVISION OF STATE
TALLAHASSEE, FLORIDA

97 OCT 10 AM 10:12

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**ARTICLES OF INCORPORATION
OF
FAIR BUSINESS INTERNATIONAL, INC.**

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97 OCT 10 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this corporation is Fair Business International, Inc.

ARTICLE II - Nature of Business

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

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of one dollar (\$ 1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is
9860 S.W. 23rd Terr. Miami, FL 33165 and the name of the initial registered agent of
this corporation at that address is Rosa Ruiz.

DOCUMENT PREPARED BY: Hi-Tech Accounting Group 7270 N.W. 12th St., Suite 340
Miami, FL 33126-1928 (305) 477-2234 H97000016940

ARTICLE VI - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Jesus Lana
9860 S.W. 23rd Terr.
Miami, FL 33165

Rosa Ruiz
9860 S.W. 23rd Terr.
Miami, FL 33165

All of the said directors are of full age.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: Rosa Ruiz
9860 S.W. 23rd Terr.
Miami, FL 33165

TREASURER: Jesus Lana
9860 S.W. 23rd Terr.
Miami, FL 33165

SECRETARY: Jesus Lana
9860 S.W. 23rd Terr.
Miami, FL 33165

ARTICLE VIII - Incorporator

The name and address of the person signing these articles is:

Jesus Lana
9860 S.W. 23rd Terr.
Miami, FL 33165

ARTICLE IX - Distribution

The name and address of each stock subscriber, and the number of shares of stock which each agrees to take, and the sums subscribed to and paid are as follows:

NAME	ADDRESS	SHARE
Jesus Lana	9860 S.W. 23 rd Terr. Miami, FL 33165	500 Shares \$500.00
Rosa Ruiz	9860 S.W. 23 rd Terr. Miami, FL 33165	500 Shares \$500.00

ARTICLE X - Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

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The principal place of business or mailing address of this corporation is

9860 S.W. 23rd Terr.
Miami, FL 33165

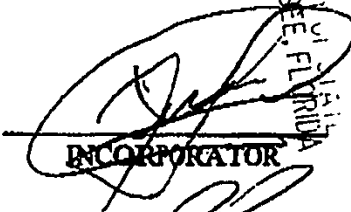
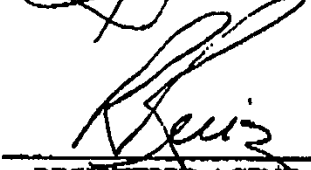
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ARTICLE XIII - Register Agent Acceptance

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all status relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of October, 1997.

FILED
97 OCT 10 AM 10:12
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

INCORPORATOR

REGISTERED AGENT