ELECTRONIC FILING COVER SHEET

(((H97000017996 4)))

DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: JOHNNY C HODRIGUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: SIGMA CAPITAL CORP.

AUDIT NUMBER...... H97000017996

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

CERT. OF STATUS...1

PAGES.....

CERT. COPIES.....0

FAX DEL METHOD. . EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

EMTER SELECTION AND <CR>:

B. McKnight OCT 2 9 1997

H97000017996

ARTICLES OF INCORPORATION

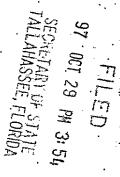
Article I. Name

The name of this Florida corporation is: Sigma Capital Corp.

EFFECTIVE DATE

Article II. Address

The mailing address of the Corporation is: Sigma Capital Corp. 22668 Caravelle Circle Boca Raton FL 33433



Article III. Registered Agent

The name and address of the registered agent of the Corporation is: Alvin S. Schwartz 22668 Caravelle Circle Boca Raton FL 33433

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Alvin S. Schwartz

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc. 941 Fourth Street, 2nd Floor Miami Beach FL 33139 (305) 672-0686

H97000017996

Copyright @ 1993-1997 CC

H97000017996

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value zero per share.

Article VI. Incorporator

The name and address of the incorporator is: Corporate Creations International Inc. 941 Fourth Street, 2nd Floor Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on January 2, 1998.

The undersigned incorporator executed these Articles of Incorporation on October 29, 1997.

CORPORATE CREATIONS INTERNATIONAL INC.

Luis A. Uriarte Vice President

Corporate Creations International Inc. 941 Fourth Street, 2nd Floor Miami Beach FL 33139 (305) 672-0686

H97000017996

Copyright @ 1993-1997 CC

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION: Sigma Capital Corp.

REGISTERED AGENT/OFFICE:

Alvin S. Schwartz 22668 Caravelle Circle Boca Raton FL 33433

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ALVIN S. SCHWARTZ

by L.A. Uriarte as attorney-in-fact

Date: October 29, 1997

Corporate Creations International Inc. 941 Fourth Street, 2nd Floor Miami Beach FL 33139 (305) 672-0686

H97000017996

Copyright © 1993-1997 CC

WIYWI OLLICE

011627306 62:81 7691/92/01