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REFERENCE : 583882 9048A
AUTHORIZATION : Patricia Pizjts
COST LIMIT : \$ 70.00

ORDER DATE : October 30, 1997
ORDER TIME : 11:56 AM
ORDER NO. : 583882-005 200002334172--8
CUSTOMER NO: 9048A
CUSTOMER: Osvaldo R. Orozco, Esq
OSVALDO R. OROZCO, ESQ

4th Floor
1378 Coral Way
Miami, FL 33145

RECEIVED
97 OCT 30 PM 2:02
DIVISION OF CORPORATION

FILED
97 OCT 30 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: RZH INVESTMENT GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A Bowling
EXAMINER'S INITIALS: _____

**ARTICLES OF INCORPORATION OF
RZH INVESTMENT GROUP, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be RZH INVESTMENT GROUP, INC.

ARTICLE II. DURATION

The period of the corporation's duration shall be perpetual or until dissolved as permitted by law.

ARTICLE III. COMMENCEMENT DATE

Corporate existence will commence on the date of the filing of these articles.

ARTICLE IV. PURPOSE

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 V. CAPITAL STOCK

This corporation is authorized to issue a maximum of One Hundred (100) shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the board of directors.

ARTICLE VI. PRE-EMPTIVE RIGHTS

All shareholders, regardless of whatever class of stock, shall have the right to purchase, in proportion to their interest held in the corporation, any issuance of stock by the corporation prior to

the sale of that stock to others.

ARTICLE VII. INITIAL REGISTERED AGENT, INITIAL REGISTERED OFFICE AND MAILING ADDRESS OF CORPORATION

The corporation's initial registered agent and registered office in the State of Florida shall be:

Eduardo Hernandez
12880 Portsaid Road
Opa-Locka, Florida 33054

The mailing address and principal office of the corporation shall be 12880 Portsaid Road, Opa-Locka, Florida 33054;

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator is:

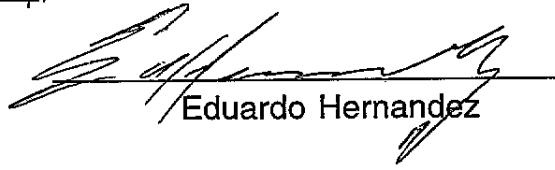
Eduardo Hernandez
12880 Portsaid Road
Opa-Locka, Florida 33054

ARTICLE IX. INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of four (4) members. The number of directors may be increased or decreased from time to time by vote of the shareholders, but in no case shall the number of directors be less than one (1). The name and address of the directors constituting the initial board of directors is:

Eduardo Hernandez
Albert L. Zarralugui
Eddie Rodriguez
Jose Zarralugui
12880 Portsaid Road
Opa-Locka, Florida 33054

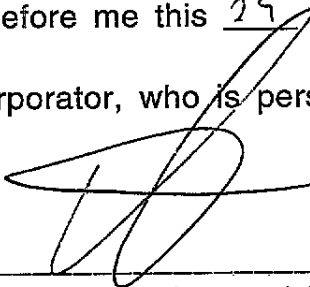
IN WITNESS HEREOF, I, the undersigned incorporator of this corporation,
have executed these articles of incorporation at Miami, Dade County,
Florida, on October 29, 1997.


Eduardo Hernandez

STATE OF FLORIDA)
COUNTY OF DADE)

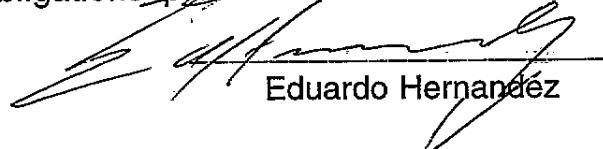
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The foregoing Articles of Incorporation of RZH INVESTMENT GROUP, INC., were acknowledged before me this 29 day of October, 1997, by Eduardo Hernandez as Incorporator, who is personally known to me and who did not take an oath.


Notary Public, State of Florida
OSVALDO R. OROZCO
COMMISSION # CC 567689
EXPIRES AUG 20, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for RZH INVESTMENT GROUP, INC., at the place designated in the Articles of Incorporation, Eduardo Hernandez agrees to act in this capacity, agrees to comply with the provisions of law relative to such office, and is familiar with, and accepts the obligations provided for in the Florida Statutes.


Eduardo Hernandez