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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: M.A.R. FAMILY GROUP, INC.

AUDIT NUMBER.....H97000018590

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

CERT. OF STATUS..0

PAGES..... 6

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 7, 1997

EMPIRE

SUBJECT: M.A.R. FAMILY GROUP, INC.
REF: W97000025371

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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The registered agent and street address must be consistent wherever it appears in your document.

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Becky McKnight
Document Specialist

FAX Aud. #: H97000018590
Letter Number: 697A00054035

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ARTICLES OF INCORPORATION

OF

M.A.R. FAMILY GROUP, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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Article I

NAME

The name of the Corporation is M.A.R. FAMILY GROUP, INC., and the principal address shall be 2210 Collins Ave., Suite #1523, Miami Beach, Florida 33139.

Article II

DURATION

The corporation shall exist perpetually. Corporate existence shall commence upon filing by the Department of State.

Article III

NATURE OF 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

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of stock with one dollar (\$1.00) par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative voting. Cumulative voting shall not be permitted.

William J. Sanchez, Esq.
10621 N. Kendall Drive, Suite 208
Miami, FL 33176
(305) 598-6577
FL Bar 749060

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Article V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10621 N. Kendall Drive, Suite 208, Miami, Florida 33176, and the name of the initial registered agent of this corporation at that address is William J. Sanchez

Article VI

DIRECTORS

(a) Number. This corporation shall have two(2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one.

(b) Initial Directors. The name and street address of the directors of the corporation is:

Name	Address
Mario Rodriguez President	2210 Collins Ave. Suite 1523 Miami Beach, Florida 33139
Marta Agudelo Vice-President and Secretary	2210 Collins Ave. Suite 1523 Miami Beach, Florida 33139

(c) Compensation: The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

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Article VII

BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the director.

Article VIII

INCORPORATOR

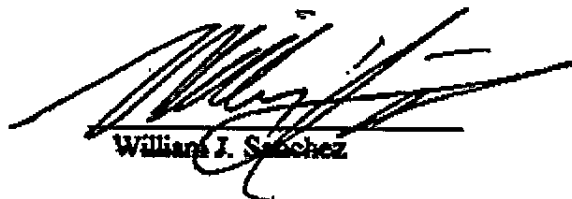
William J. Sanchez
10621 N. Kendall Drive
Suite 208
Miami, Florida 33176

Article IX

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 7th day of November 1997.


William J. Sanchez

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State of Florida)
) SS
County of Dade)

The following instrument was acknowledged and personally known before me this
7th day of November, 1997.

Personally Known

Yolanda Fernandez
Notary Public, State of Florida



YOLANDA FERNANDEZ
My Commission CC4800000
Expires Sep. 26, 1999
Bonded by ANB
800-832-6878

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DIVISION OF CORPORATION
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**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 48,901, Florida Statutes, the following is submitted.

M.A.R. Family Group, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami Beach, State of Florida, with office located at, located at 2210 Collins Ave., Suite 1523, Miami Beach, Florida 33139, has designated William J. Sanchez as its agent and accept service of process within Florida.

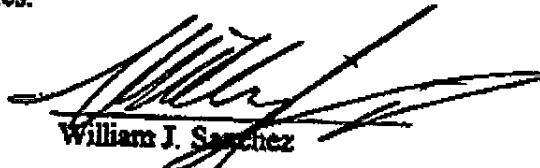
Incorporator:



William J. Sanchez

Date: Nov. 7, 1997

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.



William J. Sanchez

Date: Nov. 9, 1997

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