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11/20/97

FLORIDA DIVISION OF CORPORATIONS
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((H97000019374 2))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: GAMARRO GROUP INC.

AUDIT NUMBER.....H97000019374

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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

** ENTER 'M' FOR MENU. **

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DIVISION OF CORPORATIONS
97 NOV 20 AM 8:49

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97 NOV 20 AM 8:49

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

GAMARRO GROUP INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

12221 SW 103 TERR Miami FL, 33186.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

*500 SHARES
AT \$1.00*

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: *JOSE HECHLER.*

12221 SW 103 TERR Miami FL, 33186.

PREPARED BY: JOSE HECHLER
1221 SW 103 TERR.
MIAMI, FL. 33186
(305) 598-3800

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

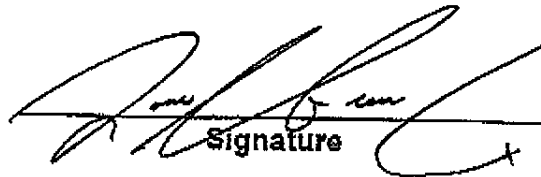
JOSE HECHLER
12221 SW 103 AVE. Miami FL 33186

ARTICLE VI DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is(are):

JOSE HECHLER
12221 SW 103 AVE. Miami FL 33186.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 18 day of NOVEMBER, 1997.


Signature

Signature

Signature

Articles of Incorporation
Filing Fee - \$35

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: GAMABRO Group INC.

2. The name and address of the registered agent and office is:

JOSE HECHLER

(NAME)

12221 SW 103 AVE

(P.O. BOX NOT ACCEPTABLE)

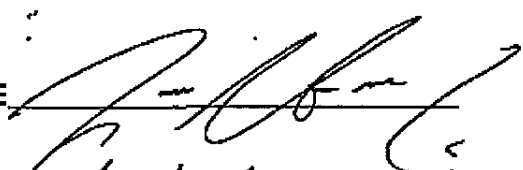
MIAMI, Florida 33186

(CITY/STATE/ZIP)

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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 STATUTES 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.

SIGNATURE



DATE

11/18/97

REGISTERED AGENT FILING FEE: \$35.00