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11/26/97

FLORIDA DIVISION OF CORPORATIONS FUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ PHONE: (305)599-0839

FAX #: (305)716-0346

NAME: ONE WAY FINANCIAL SERVICES INC.

AUDIT NUMBER..... H97000019652

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

CERT. OF STATUS...1

PAGES.... 4

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

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97 NOV 26 MM 10: 28 SECRUTARY OF STATE TALLAHASSEE, FLORIDA н97000019652

ARTICLES OF INCORPORATION

OF

ONE WAY FINANCIAL SERVICES INC.

THE UNDERSIGNED ACTING AS SUBSCRIBER OF A CORPORATION UNDER THE FLORIDA CORPORATION LAW, ADOPT THE FOLLOWINGS ARTICLES OF INCORPORATION.

PARASE MIO. 20

ARTICLE I

THE NAME OF THE CORPORATION IS, ONE WAY FINANCIAL SERVICE INC.

ARTICLE 11

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED TO ENGAGE IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAW OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE 111

THE MAXIMUM OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUED AND HAVE OUTSTANDING AT ANY ONE TIME IS 50 SHARES OF COMMON STOCK, AS WHICH COMMON SHALL BE OF NO PAR VALUE. ALL STOCK IS TO ISSUED AS FULLY PAID AND EXEMPT FROM ASSEMENT.

ARTICLE IV

THE CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS IS NOT LESS THAN FIVE UNDRED DOLLARS.

ARTICLE V

THE EXISTENCE OF THE CORPORATION IS PERPETUAL.

ARTICLE VI

THE INITIAL POST OFFICE ADDRESS AND PRINCIPAL OFFICES OF THE CORPORATION IN THE STATE OF FLORIDA SHALL BE AT 11519 S.W. 172nd TERRACE, MIAMI, FLORIDA 33157.

PREPARED BY: JOSE RAUL BOZA

MIAMI,FL 3315^{TERR} (305)256-8363

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ARTICLE VII

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICES TO AND OTHER ADDRESS WITHIN THE STATE OF FLORIDA.

ARTICLE VIII

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS CONSISTING OF NOT LESS THAN (1) NOR MORE THAN (5).

ARTICLE IX

THE NAME AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND SLATE OF CORPORATE OFFICERS ARE, EBERTO BOZA, PRESIDENT, 11519 SW 172nd TERR, HIAMI, FLORIDA 33157.

JOSE RAUL BOZA, VICE-PRESIDENT, SECRETARY & TREASURER, 11519 SW 172nd TERR, MIAMI, PL 33157.

ARTICLE X

NO STOCKHOLDERS OF THE CORPORATION SHALL BE PERMITTED TO SELL OR OFFER FOR SALE HIS SHARES OF THE STOCK IN THE CORPORATION WITHOUT FIRST OFFEREING SAID SHARE FOR SALE TO ALL OTHER STOCKHOLDERS OF THE CORPORATION, AT THEIR BOOK VALUE. THE REMAINING STOCKHOLDERS MAY PURCHASE ALL OR ANY PART OF THE SHARES OF STOCK OFFERED FOR SALE BY THE OTHER STOCKHOLDERS.

ARTICLE XII

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS UNDER 1244 OF INTERNAL REVENUE CODE, IN ORDER FOR THE STOCKHOLDERS OF THE CORPORATION MAY RECEIVED THE BENEFITS THERE UNDER.

ARTICLE XII

THE NAME AND POST OFFICE ADDRESS OF THE PERSON SUBSCRIBED THIS

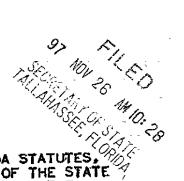
ARTICLES OF INCORPORATION IS, JOSE RAUL BOZA, 11519 SW 172nd TERR, MIAMI,
FL, 33157.

ARTICLE XIII

	HEREUNTO SET OUR HANDS AND SEALS
THIS 25 DAY OF NOVEMB	ER 1997 .
	SUBSCRIBER (SEAL (
STATE OF FLORIDA) COUNTY OF DADE)	
AND OFFICER DULY AUTHORIZED	TO TAKE ACKNOWLEDGMENTS AND ADMINISTAR
THE FOREGOING ARTICLES OF	PERSONS DESCRIBED IN AND WHO EXECUTED INCORPORATION, AND WHO ACKNOWLEDGED ED THE SAME FREELY AND VOLUNTARILLY FOR SED.
WITNESS, MY HAND AND OFFIC.	AL SEAL THIS 25 DAY OF NOVEMBER , COUNTY OF DADE STATE OF FLORIDA.
	NOTARY PUBLIC, STATE OF FLORIDA AT LARGE.
·	MY COMMISSION EXPIRES.

H97000019652

CERTIFICATE OF DESIGNATION REGISTERED AGENT/ REGISTED OFFICE



PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 T	THE	CORPO	DRAT 101	N IS,	ONE WAY	FINANCIAL SERVICE INC.	
2.									AGENT AND OFFICE IS. MIAMI, FLORIDA 33157	
							-		Dans	
						•	IGNATU		PRESIDENT	
						k)		11/25/97		

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 AGREED TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND A AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITI ON AS REGISTERED AGENT.

S IGNATURE	1/X	NS		
	REGISTERET	AGENT.		
DATE	11/25/97			· · · · · · · · · · · · · · · · · · ·
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