

Anywhere Inc.

6333 Flagler Street, Hollywood, Florida 33023

November 25, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: INCORPORATION OF
Anywhere Inc.

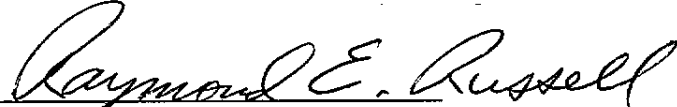
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*****70.00 *****70.00

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of In Corporation of
Anywhere Inc.

Please arrange to have the enclosed copy 'stamped with the filing date' and returned to me.
Also find enclosed a check made payable to the Secretary of State in the amount of \$70.00
which includes the statutory filing fee.
Your assistance in establishing this corporation is appreciated.

Respectfully,


Raymond E. Russell
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION

OF

Anywhere Inc.

ARTICLE ONE

The name of the corporation is **Anywhere Inc.** The principal address of the corporation is:
6333 Flagler Street, Hollywood, Florida 33023.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is
one hundred (100) of no par value.

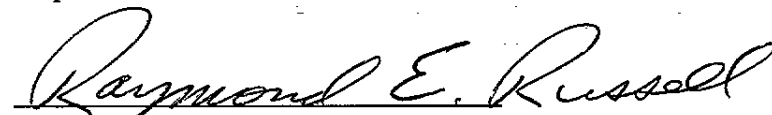
ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of **\$1,000.00** consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 6333 Flagler Street, Hollywood, Florida 33023, and the name of its initial registered agent at such address is Raymond E, Russell.

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.



Raymond E, Russell

Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SEVEN

The number of directors constituting the initial board of directors is two (2), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
Raymond E, Russell	6333 Flagler Street, Hollywood, Florida 33023
Armelinda Cerdas	16021 N.E. 18th. Place, North Miami Beach, Florida 33169

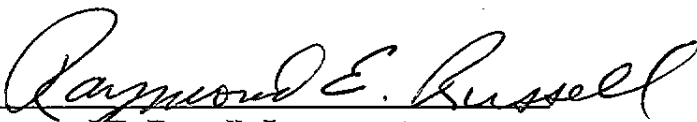
ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
Raymond E, Russell	6333 Flagler Street, Hollywood, Florida 33023


Raymond E, Russell, Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation

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97 DEC -1 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA