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TO: DIVISION OF CORPORATIONS

FAX #: (950) 922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: RAN FRIEDMAN
PHONE: (305) 358-2571

ACCT#: 070744001530

FAX #: (305) 358-7832

NAME: EXCEL DEVELOPMENT GROUP, INC.
AUDIT NUMBER.....H97000020059
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

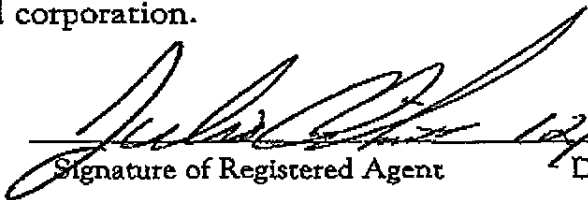
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Article 1: Name of Corporation EXCEL DEVELOPMENT GROUP, INC.
Address of Corporation 4235 WEST 16th AVENUE SUITE 103
HIALEAH, FLORIDA 33012

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$1.00. (PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: JULIO C. QUINTANA
and
REGISTERED OFFICE: 4235 WEST 16th AVENUE SUITE 103
HIALEAH, FLORIDA 33012

I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.


Signature of Registered Agent Date 12/4/97

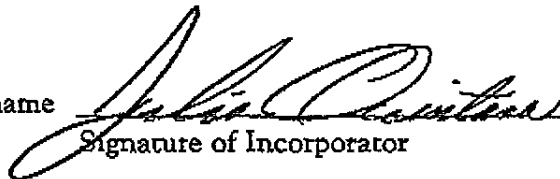
Article 4: The BOARD of DIRECTORS are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, Sec/Treasurer.

1. JULIO C. QUINTANA 4235 WEST 16th AVE. #103, HIALEAH, FL 33012
2. CARLOS HERNANDEZ 4235 WEST 16th AVE. #103, HIALEAH, FL 33012
3. JOSE D. DEL VALLE 4235 WEST 16th AVE. #103, HIALEAH, FL 33012
4. JUAN QUINTANA 4235 WEST 16th AVE. #103, HIALEAH, FL 33012

Article 5: The Name and Address of the INCORPORATOR is:

JULIO C. QUINTANA
4235 WEST 16th AVENUE SUITE 103
HIALEAH, FLORIDA 33012

In witness whereof, I have subscribed my name


Signature of Incorporator

JULIO C. QUINTANA

Prepared by:
Ace Industries, Inc.
54 NW 11th Street
Miami, FL 33136
(305) 358-2571

497-20059