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CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: OMA DESIGN CONSULTING INC.
AUDIT NUMBER.....H97000020457
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 7
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 12, 1997

EMPIRE

SUBJECT: OMA DESIGN CONSULTING, INC.
REF: W97000027761

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.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H97000020457
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ARTICLES OF INCORPORATION
OF

ARTICLE I.

NAME

The Name of the Corporation is, OMA DESIGN CONSULTING, Inc.

ARTICLE II.

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.

PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

Prepared by : Michael A. Bander, Esq.
444 Brickell Ave., Suite 300
Miami, Florida 33131
FL. Bar # 17-196-7
Phone: 305-358-5800

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ARTICLE IV.

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue is 1.000 shares with par value of \$1.00.

ARTICLE V.

PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI.

PRINCIPAL OFFICE

The principal office of the Corporation is: 8201 N.W. 66 Street; Suite 10: Miami, Florida 33166

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ARTICLE VII.

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation: Ana Omana:
8201 N.W. 66 St. Suite 10: Miami, Florida 33166

ARTICLE VIII.

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the first board of directors who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

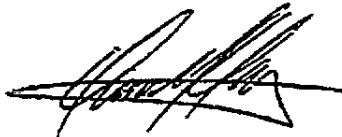
NAME

Ana Omana

Jose Luis Gomez

President

Vice-president



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ARTICLE IX.

INCORPORATOR

The name and address of the incorporator is: Ana Omana: 8201
N.W. 66 St. Suite 10: Miami, Florida 33166

ARTICLE X.

INDEMNIFICATION

The Corporation shall indemnify any present or former officer
or director, or person exercising powers and duties of a director,
to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original
incorporator of the Corporation, has executed these Articles of
Incorporation this 9th day of December 1997.


Ana Omana

Incorporator

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STATE OF FLORIDA)

COUNTY OF DADE)

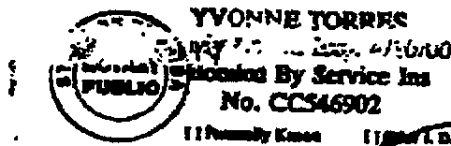
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments personally appeared before me Ana Omana Mailed to be the person described herein as the Incorporator, and who executed the foregoing Articles of Incorporation, and he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 9th of December 1, 997

Ana Omana

NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:



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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED 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 the corporation is: OMA DESIGN CONSULTING, Inc
2. The name and address of the Registered Agent and office is:
Ana Omana: 8201 N.S. 66 St. Suite # 10: Miami, FL 33166

SIGNATURE :


Ana Omana
President

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