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December 16, 1997

FILED
97 DEC 17 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEDERAL EXPRESS

Corporate Division
Secretary of State
409 E. Gaines St.
Tallahassee, FL 32399

Re: Macrocosm Research, Inc.

Gentlemen:

200002374952--4
-12/17/97-01063-013
*****70.00 *****70.00

Enclosed please find the following:

1. Original and 2 duplicate Articles of Incorporation
2. My trust account check payable to your order in the amount of \$70.00 for the filing fee and registered agent fee.

Please provide my office with a stamped Articles of Incorporation. I am enclosing a self-addressed Federal Express envelope for your convenience.

Thank you.

Sincerely yours,

Harvey L. Lasky /HLL

Harvey L. Lasky

HLL:jat
Enc.

ARTICLES OF INCORPORATION
OF
MACROCOSM RESEARCH, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under
Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MACROCOSM RESEARCH, INC.

The address of the principal office of this corporation shall be
12166 S.W. 131 Avenue, Miami, FL 33186, and the mailing address
shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful
activities or business permitted under the laws of the United
States, the State of Florida or any other state, country, territory
or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is
authorized to have outstanding at any one time is 500 shares of
common stock have \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the

corporation shall be 12166 S.W. 131 Avenue, Miami, FL 33186, and the name of the initial registered agent of the corporation at that address is ERIC YUSEM. Said agent shall indicate acceptance of said designation by executing these Articles of Incorporation where indicated.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial member of the Board of Directors is:

ERIC YUSEM

12166 S.W. 131 Avenue
Miami, FL 33186

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

ERIC YUSEM
President

12166 S.W. 131 Avenue
Miami, FL 33186

ERIC YUSEM
Vice President

12166 S.W. 131 Avenue
Miami, FL 33186

ERIC YUSEM
Secretary

12166 S.W. 131 Avenue
Miami, FL 33186

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

ERIC YUSEM

12166 S.W. 131 Avenue

Miami, FL 33186

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscriber has executed these Articles of Incorporation this 12 day of December, 1997.

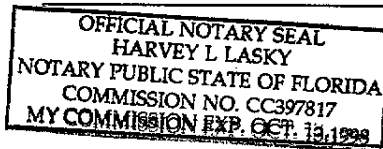

ERIC YUSEM

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 12-day of December, 1997, by ERIC YUSEM, who is personally known to me or who has produced his Florida drivers license as identification.


Notary Public, State of Florida
at Large

My Commission expires:




REGISTERED AGENT - ACCEPTANCE
AND RECOGNITION OF APPOINTMENT

articles.inc.