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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: GEMINI COMPUTER SERVICES, INC.

AUDIT NUMBER.....H98000000562

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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ARTICLES OF INCORPORATION
OF
GEMINI COMPUTER SERVICES, INC.

EFFECTIVE DATE
1-2-98

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ARTICLE I - NAME

The name of the corporation is Gemini Computer Services, Inc.

ARTICLE II - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the 2nd day of January, 1998 provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to the Florida law for the commencement of corporate existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawfull business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one (\$1.00) dollar per value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is as follows:

725 Curtiss Parkway
Suite 4
Miami Springs, Florida 33166

The name and address of the initial registered agent of this corporation is as follows:

FRANK GAITAN
725 Curtiss Parkway - Suite 4
Miami Springs, Florida 33166

The name and address of the person preparing the articles is:

JORGE E. ISERN
8230 SW 43 Terrace
Miami, Florida 33155
Telephone (305)-551-1450

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ACKNOWLEDGEMENT

Having been named to accept service of process for the above state corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Polymad
Registered Agent

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the by-laws but shall never be less than one. The initial directors of this corporation are:

FRANK GALTAN
725 Curtiss Parkway - Suite 4
Miami Springs, Florida 33166

RODOLFO ARENAS
725 Curtiss Parkway - Suite 4
Miami Springs, Florida 33166

ARTICLE VII - INCORPORATOR

The name and address of the person signing the articles is:

JORGE E. ISERN
8230 SW 43 Terrace
Miami, Florida 33155

The name and address of the person preparing the articles is:

JORGE E. ISERN
8230 SW 43 Terrace
Miami, Florida 33155
Telephone (305)-551-1450

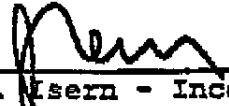
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ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as law now exists or may be amended hereafter.

IN WITNESS WHEREOF, The undersigned incorporator has executed these articles of incorporation this 2nd of January, 1998.



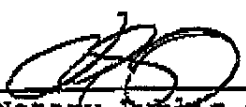
Jorge E. Isern - Incorporator
8230 SW 43 Terrace
Miami, Florida 33155


STATE OF FLORIDA

COUNTY OF DADE

Before me, a notary public authorized to take acknowledgement in the State and County set forth above, personally appeared Jorge E. Isern known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed these articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 2nd day of January, 1998



Notary Public
 Ivan Swocord
Notary Public, State of Florida
Commission No. CC-403850
My Commission Expires 08/25/98
I am a Notary - The Notary Service & Signing Co.
State of Florida

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NOTARY PUBLIC
TALLAHASSEE, FLORIDA

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