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2/06/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: VERTIGO DADELAND, INC.

AUDIT NUMBER.....H9800002545

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

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ARTICLES OF INCORPORATION

OF

VERTIGO DADELAND, INC

We , the undersigned, do hereby acknowledge and file in the office of the Secretary of State of the State Of Florida, for the purpose of forming a Corporation for profit, in accordance with the Laws of State Of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE 1

The name of the Corporation shall be :
VERTIGO DADELAND, INC.

ARTICLE 2

The general nature of the business and business to be transacted are as follows:
This Corporation may engage in any activity or business permitted under the Laws of the UNITED STATES OF AMERICA and the STATE OF FLORIDA.

ARTICLE 3

SHARES

- a) The authorized capital stock of this Corporation shall consist of one class, namely common stock.
- b) The authorized capital stock of this Corporation shall consist of FIFTY THOUSAND SHARES of Common Stock NO-PAR VALUE.

ARTICLE 4

The Corporation shall have perpetual existence.

ARTICLE 5

The amount of capital with which this Corporation shall begin shall be an amount no less than FIVE HUNDRED (\$ 500.00) DOLLARS.

Prepared by :
JUAN C. MARTINEZ
751 COLLINS AVE #101
MIAMI BEACH, FL. 33139
(305)643-6455

ARTICLE 6

The initial Post Office address of principal place of business of this Corporation shall be:

751 COLLINS AVE. # 101 MIAMI BEACH, FL. 33139

ARTICLE 7

The Corporation shall have not less than one nor more than FIVE Directors as provided by the Bylaws and they shall hold office for one year or until their successors have been duly elected.

ARTICLE 8BOARD OF DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
JUAN C. MARTINEZ	PRESIDENT-SECRETARY	751 COLLINS AVE. #101 MIAMI BEACH, FL. 33139
ELENA FRAGA	V-PRESIDENT-TREASURER	751 COLLINS AVE. #101 MIAMI BEACH, FL. 33139

ARTICLE 9

The registered agent of this Corporation shall be:

JUAN C. MARTINEZ 751 COLLINS AVE. #101 MIAMI BEACH, FL. 33139

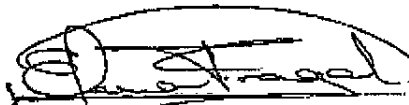
ARTICLE 10

The names and Post Office addresses of the subscribers to the ARTICLES OF INCORPORATION together with the number of shares which each agrees to take, and the value of the consideration for same, are as follows :

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>VALUE OF SHARES</u>
JUAN C. MARTINEZ	751 COLLINS AVE. #101 MIAMI BEACH, FL. 33139	250	\$ 250.00
ELENA FRAGA	751 COLLINS AVE. # 101 MIAMI BEACH, FL. 33139	250	\$ 250.00

SUBSCRIBED at Miami, Dade County, Florida, this 29 day of JANUARY .
A.D. 1998.

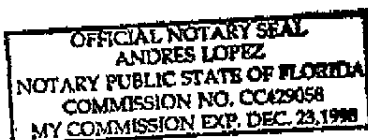

JUAN C. MARTINEZ



ELENA FRAGA

STATE OF FLORIDA)
COUNTY OF DADE) SS:

I certify that on this day before me, a Notary Public of the State of Florida,
duly qualified and acting, personally appeared JUAN C. MARTINEZ and
ELENA FRAGA

to me well known, and being by me first duly sworn and cautioned, upon their oath
deposed and said that they acknowledged that they had signed the above and foregoing
ARTICLES OF INCORPORATION for the purposes therein set forth.
WITNESS my hand and official seal at Miami, Dade County, Florida, this 29
day of January A.D., 1998.




NOTARY PUBLIC

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That VERTIGO DADELAND, INC.
desiring to organize under the laws of the State of FLORIDA with its principal office, as indicated in the Articles of Incorporation at City of MIAMI BEACH County of DADE State of Florida, has named JUAN C. MARTINEZ located at 751 COLLINS AVE. # 101 City of MIAMI BEACH, County of MIAMI-DADE State of Florida, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated Corporation, at place designated in these Articles of Incorporation, 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 

(REGISTERED AGENT)
JUAN C. MARTINEZ

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