XXX 15019 THE UNITED STATES

ACCOUNT NO. : 07210000032

REFERENCE: 705246 7145048

AUTHORIZATION : (

COST LIMIT :

ORDER DATE: February 12, 1998

ORDER TIME : 5:11 PM

CORPORATION

ORDER NO. : 705246-005

CUSTOMER NO: 7145048

000002433230--6

CUSTOMER: Ms. Esther Montes

STEVEN M. FALK, P.A.

Suite 200

11030 N. Kendall Drive

Miami, FL 33176

DOMESTIC FILING

NAME:

MIAMI DREAM ADVERTISING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ___ CERTIFICATE OF LIMITED PARTNERSHIP

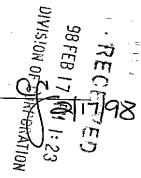
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

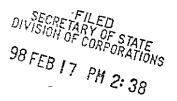
_ CERTIFIED COPY __ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:





ARTICLES OF INCORPORATION

OF

MIAMI DREAM ADVERTISING, INC.

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:

MIAMI DREAM ADVERTISING, INC.

The address of the principal office of this corporation shall be 6538 Collins Avenue, Suite 388, Miami Beach, Florida 33141, and the mailing address of the corporation 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 two shares of common stock.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name 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:

David Penn

6538 Collins Avenue, Suite 388, Miami Beach, Florida 33141

Pres.

Jose Arguelles Same As Above

V. Pres

ARTICLE VII. INCORPORATOR

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

> Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

SECRETARY OF STATE DIVISION OF CORPORATIONS
98 FEB 17 PM 2:38

IN WITNESS WHEREOF, the undersigned agent of

Corporation Service Company, has hereunto set their hand

and seal of Corporation Service Company on February 16, 1998.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

GLS/CLB