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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: CARO EQUIPMENT CORP.

AUDIT NUMBER.....H98000004588

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

CERT. OF STATUS..1

PAGES..... 3

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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TALLAHASSEE, FLORIDA

R. CHESSEY MAR 10 1998

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CERTIFICATE OF INCORPORATION.

OF

CARO EQUIPMENT CORP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME

The name of the corporation shall be:

CARO EQUIPMENT CORP

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2921 NW 10th STREET
MIAMI, FL 33147

ARTICLE III - PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 (one) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by: Yesit J. Campo
9572 NW 41 Street
Miami, FL 33178
(305) 593-2003

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ARTICLE VI-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

CARLOS R. ROSALES
2921 NW 101th STREET
MIAMI, FL 33147

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are:

CARLOS R. ROSALES
PRESIDENT/TREASURER

2921 NW 101th STREET
MIAMI, FL 33147

ANGELICA M. ROSALES
VICE-PRES./SECRETARY

2921 NW 101th STREET
MIAMI, FL 33147

ARTICLE VIII - INCORPORATOR

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

CARLOS R. ROSALES
2921 NW 101th STREET
MIAMI, FL 33147

ARTICLE IX - INDEMNIFICATION

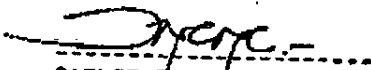
The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

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ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and the shareholders. In witness whereof, the undersigned incorporator has executed these articles of incorporation this 6th day of March, 1998


CARLOS R. ROSALES

CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSED:

That CARO EQUIPMENT CORP to organize under the laws of the state of Florida has appointed CARLOS R. ROSALES OF 2921 NW 101 th STREET, MIAMI, FL 33147 as its registered agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named by the first board of directors of CARO EQUIPMENT CORP to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the applicable provisions of the Florida Statutes, this 6th day of March, 1998


CARLOS R. ROSALES
Registered Agent

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TALLAHASSEE, FLORIDA

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