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ANDREW J. MEYERS
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Telephone: (561) 392-8692
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April 6, 1998

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Dear Sir or Madam:

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-04/07/98-01068-008
****122.50 ****122.50

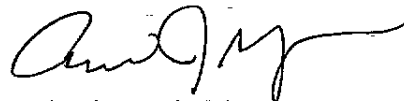
Enclosed please find a check in the amount of \$122.50 together with the
Articles of Incorporation of MAYR Corporation.

UMB

Please file the Articles as soon as possible, and return the copy to me at the
above-listed address.

Thank you for your assistance.

Sincerely yours,



Andrew J. Meyers

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
98 APR 21 PM 1:06

RP
04-21-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 9, 1998

ANDREW J. MEYERS
2061 N.W. BOCA RATON BLVD. STE. 206
BOCA RATON, FL 33431

SUBJECT: MAYR CORPORATION
Ref. Number: W98000007905

We have received your document for MAYR CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 898A00018836

**ARTICLES OF INCORPORATION OF
UMB CORPORATION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR 21 PM 1:06

1. The undersigned incorporator hereby incorporates UMB Corporation (the "Corporation").
2. The street address of the Corporation's initial principal office and the mailing address of the Corporation are:

13408 Biscayne Blvd.
North Miami, FL 33181

3. The Corporation is authorized to issue 100 shares of common stock. These shares will all be of the same class and have the same rights, including unlimited voting rights and entitlement to receive the net assets of the Corporation upon dissolution.

4. The street address of the Corporation's initial registered office, and the name of the Corporation's initial registered agent at that office, are:

Ursula Bustos
13408 Biscayne Blvd.
North Miami, FL 33181

5. The name and address of the incorporator of the Corporation are:

Andrew J. Meyers, Esquire
5823 Wind Drift Lane
Boca Raton, FL 33433

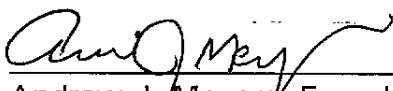
6. The names and addresses of the individuals who serve as the Corporation's initial directors are:

Ursula Bustos
5180 N.W. 113 Place
Miami, FL 33178

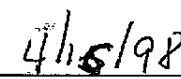
Mario R. Bustos
5180 N.W. 113 Place
Miami, FL 33178

7. The Corporation will be a subchapter-S corporation.

I, the incorporator, hereby certify and state that all of the above information is true and correct to the best of my knowledge.



Andrew J. Meyers, Esq., Incorporator



Date

Acceptance by Registered Agent

I hereby accept the appointment as registered agent of the Corporation and state that I am familiar with and accept the obligations of that position.

Ursula Bustos
Ursula Bustos, Registered Agent

4/16/98
Date

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