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LAZARUS CORPORATE FILING SERVICE, INC.
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LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CAC ELECTRONIC CORP.
(Corporation Name) (Document #) 000002531490--7
-05/21/98--01047--016
*****78.75 *****78.75
2. _____
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS

Examiner's Initials	
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May 14, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee

Gentlemen or Lady:

Please register and return the attached article of
incorporation for C A C ELECTRONIC CORP.
A check is enclosed.

Sincerely;

X *D. Estrada*

Danny S. Estrada
Incorporator

Reply to: Danny S Estrada
1251 N.E. 108 St. Apt. 303
North Miami, Fl. 33161
(305) 891-1390

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF

C A C ELECTRONIC CORP

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, right, privileges and immunities of a profit corporation.

ARTICLE I - NAME

The name of the corporation shall be:

C A C ELECTRONIC CORP.

ARTICLE II - PRINCIPAL OFFICE

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

85 Grand Canal Dr. Suite 106
Miami, FL. 33144

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 100 shares of One Dollar (\$ 1.00) 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 many be done without issuance of fractional share) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Danny S. Estrada
1251 N.E. 108 St. Apt. # 303
North Miami, Fl. 33161

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one 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 director of this corporation is:

Danny S. Estrada
President

Article VIII - INCORPORATOR

The name and street of the incorporator to these article is:

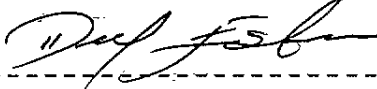
Danny S. Estrada
1251 N.E. 108 St. Apt. 303
North Miami, Fl. 33161

ARTICLE IX - INDEMNIFICATION

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

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 14th. day of May 1998.

X 

Danny S. Estrada

STATE OF FLORIDA

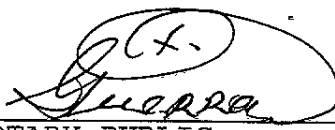
COUNTY OF DADE

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared: Danny S. Estrada 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 the same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 14th. day of May 1998.



Notary Seal.


NOTARY PUBLIC
State of Florida at Large.

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

WITNESSED;

That C A C ELECTRONIC CORP. is desiring to organize under the laws of the state of Florida has appointed Danny S. Estrada of 1251 N.E. 108 St. North Miami, Fl. 33161 as its registered agent to accept service of process within the state.

X *Danny S. Estrada*
TITLE PRESIDENT
DATE May 14, 1998

ACKNOWLEDGMENT;

Having been named by the first Board of Directors of C A C ELECTRONIC CORP. to accept service of process for the above stated corporation, at the place designated in the certificate, I hereby agree to act in this capacity, and agree to comply with the applicable provisions of the Statutes, this 14th. day of May 1998.

X *Danny S. Estrada*
Danny S. Estrada
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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