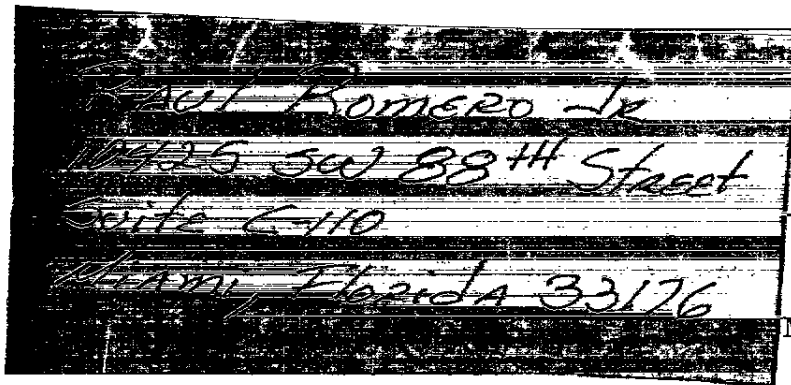


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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
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<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

FILED
98 JUN -9 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DM
6-10-98

**ARTICLES OF INCORPORATION
FOR
H.K.R. PARTNER GROUP CORPORATION.**

FILED

98 JUN -9 PM 2:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby execute, acknowledge and file the following Articles of incorporation for the purposes of creating a Incorporation.

ARTICLE I

The name of the Incorporation shall be: H.K.R. PARTNER GROUP CORPORATION.
Address of the incorporation : 10425 SW 88 ST. SUITE C-110
MIAMI, FLORIDA 33176

ARTICLE II

This Incorporation is to exist perpetually.

ARTICLE III

The general purpose for which this Incorporation is organized is to transact any and all lawful business permitted under the laws of the Stated of Florida.

ARTICLE IV

The aggregate number of shares which the Incorporation shall have authority to issue shall be as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE	CLASS OF STOCK
1000	\$ 1.00	Common

All of said stock shall be payable in cash, property, real or personal or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Incorporation.

ARTICLE V

The name of the initial registered agent and the street address of the initial registered office of this incorporation is:

RAUL ROMERO JR.
10425 SW 88 St., Suite C-110
Miami, Florida 33176.

I am familiar with and hereby accept the duties and responsibilities as registered agent for said Incorporation:


Signature of Registered Agent.
RAUL ROMERO JR.

FILED
98 JUN -9 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
FOR
H.K.R. PARTNER GROUP CORPORATION.**

ARTICLE VI

The names and street addresses of the incorporators to these Articles of incorporation are:

- 1.- Raul Romero Jr. - President and Chief Executive Officer.
10425 SW 88th Street Suite C-110 Miami, Florida 33176
- 2.- Holt Monaghan - Vice President and Chairman of the Board.
3256 Areca Drive, Palm City, Florida 34990
- 3.- Ken Macrae - Director.
433 West Pipe Creek Drive, Park Creek, Texas 78063.

ARTICLE VII

This incorporation's shall have three (3) Directors initially. The number of Directors may be increased at a later date by the By-Laws but shall never be less than One (1). The names and addresses of the initial Directors of this incorporation are:


- 1.- Raul Romero Jr. - President and Chief Executive Officer.
10425 SW 88th Street Suite C-110 Miami, Florida 33176.
- 2.- Holt Monaghan - Vice President and Chairman of the Board.
3256 Areca Drive, Palm City, Florida 34990
- 3.- Ken Macrae - Director.
433 West Pipe Creek Drive, Park Creek, Texas 78063.

ARTICLE VIII

The private property of the shareholder shall not be subject to the payment of the incorporate debts to any extent whatsoever. The incorporation shall have a first lien of shares of its stockholders and upon the dividends due them for any indebtedness of such shareholders to the incorporation. This incorporation, by duly adopted action of the extent pennitted by indemnify and insure its officers and directors to the extent permitted by law either now existing or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the above named incorporation to do business both within and without the Stated of Florida, under the laws of the Stated of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true and executed these Articles of Incorporation this 27 day of May 1998.

ARTICLES OF INCORPORATION
FOR
H.K.R. PARTNER GROUP CORPORATION.



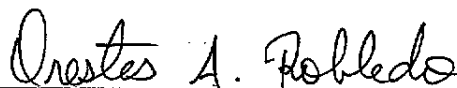
RAUL ROMERO JR.
PRESIDENT AND CHIEF EXECUTIVE OFFICER.

ACKNOWLEDGMENT FOR PERSON(S)

STATE OF FLORIDA
COUNTY OF: DADE.

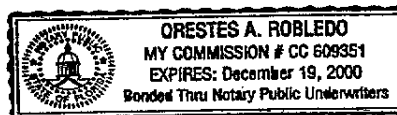
Before me personally appeared RAUL ROMERO JR., to me well known and known to me to be the person described in and who executed the foregoing instrument and acknowledged to and before me that RAUL ROMERO JR. executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 18 day of May 1998



Notary Public
State of Florida

My commission expires:



THIS IS TO CERTIFY THAT THIS IS A
TRUE AND CORRECT COPY OF THE
ORIGINAL.

BY PK Brooks

DATE 5-19-98

ARTICLES OF INCORPORATION
FOR

H.K.R. PARTNER GROUP CORPORATION.

Holt Monaghan

HOLT MONAGHAN.

VICE PRESIDENT AND CHAIRMAN OF THE BOARD.

ACKNOWLEDGMENT FOR PERSON(S)

STATE OF FLORIDA

COUNTY OF: MARTIN

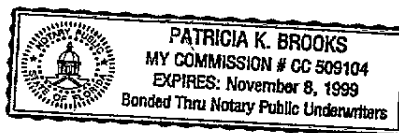
Before me personally appeared HOLT MONAGHAN, to me well known and known to me
to be the person described in and who executed the foregoing instrument and
acknowledged to and before me that HAROLD HOLT MONAGHAN
executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 19 day of May 1998

Patricia K. Brooks

Notary Public
State of Florida

My commission expires:



ARTICLES OF INCORPORATION
FOR
H.K.R. PARTNER GROUP CORPORATION.



KEN MACRAE.
DIRECTOR.

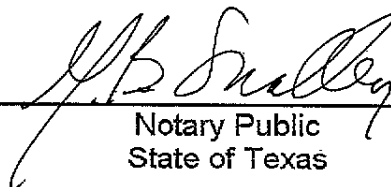
ACKNOWLEDGMENT FOR PERSON(S)

STATE OF TEXAS

COUNTY OF: BEV AR

Before me personally appeared KEN MACRAE, to me well known and known to me to be the person described in and who executed the foregoing instrument and acknowledged to and before me that KEN MACRAE executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 28 day of May 1998



Notary Public
State of Texas

My commission expires: 01-04-02

