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LAZARUS CORPORATE FILING SERVICE, INC.

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MIAMI, FLORIDA (305)552-5973

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(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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

1. METROMETRICS INCORPORATED
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<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

RECEIVED
98 JUN 29 AM 11:08
DIVISION OF CORPORATION
FILED
98 JUN 29 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/29

Examiner's Initials

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I : Name

The name of the Corporation shall be:

Metrometrics Incorporated

Article II : Principal Office

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

8603 South Dixie Hwy. Suite 217, Miami, FL 33143

Article III : Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares, at No Par value. The consideration to be paid for each share shall be fixed by the Board of Directors.

Article IV : Initial Registered Agent and Street Address

The name and address of the initial registered agent is Claudio J. Mendoza, 8603 So. Dixie Hwy., Suite 217, Miami, FL 33143.

Article V : Incorporators

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

Rafael A. Castro 8603 So. Dixie Hwy., Suite 217, Miami, FL 33143

Claudio J. Mendoza 8603 So. Dixie Hwy., Suite 217, Miami, FL 33143

Article V : Directors

The names and street addresses of the directors to these Articles of Incorporation are:


Rafael A. Castro	President and Treasurer 8603 So. Dixie Hwy., Suite 217, Miami, FL 33143
Claudio J. Mendoza	Vice President and Secretary 8603 So. Dixie Hwy., Suite 217, Miami, FL 33143

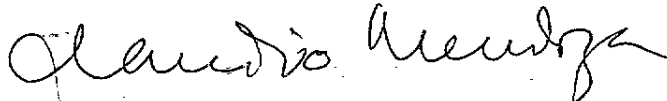
Article VI : Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all Directors and Stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

Article VII :

The undersigned Incorporators have executed these Articles of Incorporation this 25th day of June 1998.


Rafael A. Castro


Claudio J. Mendoza

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

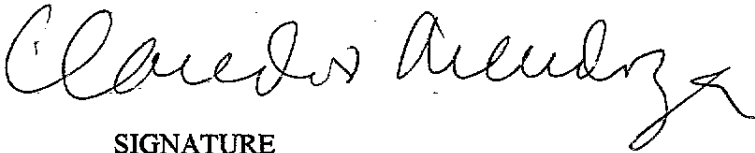
Pursuant to the provisions of sections 607 .0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **Metrometrics Incorporated**
2. The name and address of the registered agent and office is:

Claudio J. Mendoza
8603 So. Dixie Hwy. Suite 217
Miami, FL 33143

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE,

I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO IN
THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES,
AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS
REGISTERED AGENT.



SIGNATURE

June 25, 1998

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98 JUN 29 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA