

August 12, 1998

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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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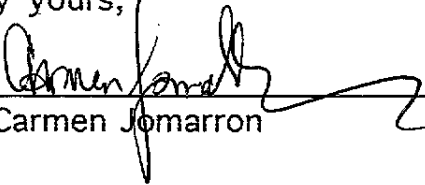
Re: Carmatech, Inc.
(Name of Corporation)

Sir/Madam:

Enclosed please find the original and one copy of the articles of
Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of
Incorporation and Fee for Registered Agent Designation for the above
named corporation.

Very truly yours,


Carmen Jomarron

Carmatech, Inc.
(Name of Corporation)

MAILING ADDRESS OF CORPORATION		
1800 Jefferson Ave.		
Miami Beach, FL		
33139		
PHONE		
(305)	532-1900	
Area Code	Number	Ext.

Rp
082498

ARTICLES OF INCORPORATION

of

CARMATECH, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

CARMATECH, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS			
1800 Jefferson Ave.			
CITY	Miami Beach,	FLORIDA	ZIP 33139

Mailing address, if different

STREET ADDRESS			
CITY		FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

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

NAME Alexandra Sarmiento Walden			
ADDRESS 1800 Jefferson Ave.			
CITY	Miami Beach,	FLORIDA	ZIP 33139

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CLERK OF STATE
DIVISION OF CORPORATIONS
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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors 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 names and addresses of the initial director(s) of the corporation are as follows:

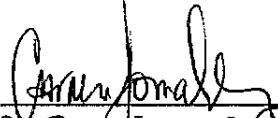

NAME	Carmen Jomarron		
ADDRESS	1800 Jefferson Ave.		
CITY	Miami Beach,	STATE FL	ZIP 33139
NAME	Juana G. Sarmiento		
ADDRESS	1800 Jefferson Ave.		
CITY	Miami Beach,	STATE FL	ZIP 33139
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Carmen Jomarron		
ADDRESS	1800 Jefferson Ave.		
CITY	Miami Beach,	STATE FL	ZIP 33139
NAME	Juana G. Sarmiento		
ADDRESS	1800 Jefferson Ave.		
CITY	Miami Beach,	STATE FL	ZIP 33139
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 12th day of August, 19 98.

 (Signature)
 Carmen Jomarron
 (Signature)
 Juana G. Sarmiento
 _____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

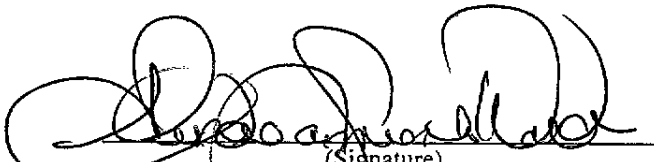
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FILED
CLERK OF COURT
SEMINOLE COUNTY
FLORIDA

CARMATECH, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, organized under the laws of the State of Florida with its registered office
as indicated in the Articles of Incorporation
at 1800 Jefferson Ave.
Miami Beach, FL 33139
has named Alexandra Sarmiento Walden, ESQ.
located at the aforesaid address, as its registered agent to accept service of process within this
state.

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 regis-
tered agent and agree to act 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)
Alexandra Sarmiento Walden, ESQ.

August 16th 1998
(Date)