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September 3, 1998

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

THE HOMO DEPOT CORP.
Re: ~~DRA. ISABEL, INC.~~, a Florida corporation

Dear Sir or Madame:

Please find enclosed the following:

1. Two signed original Articles of Incorporation.
2. Check payable to the Secretary of State in the amount of \$122.50 representing \$35.00 for filing fee, \$35.00 for the registered agent designation and \$52.50 for a certified copy of Articles of Incorporation.

Please file the Articles of Incorporation and return the certified copy to me.

Thank you for your assistance in this matter.

Sincerely,

Jorge I. G. del Valle

Enclosures

1189615

FILED
98 SEP 14 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jorge del Valle GAVE

AUTHORIZATION BY PHONE TO
CORRECT SUBJECT - delete
reference to effective
date

DATE
DOC. #
SEP 18 1998
P. Hall

ARTICLES OF INCORPORATION
OF
THE HOMO DEPOT CORP.

FILED
98 SEP 14 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of organizing and establishing a corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation and does hereby agree and certify as follows:

ARTICLE I

NAME

The name of the Corporation is **THE HOMO DEPOT CORP.**, and its principal mailing address is 3138 Coral Way, Miami, Florida 33145.

ARTICLE II

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence on the date of filing.

ARTICLE III

PURPOSE AND PERMITTED ACTIVITY

The general purpose of this Corporation shall be the transaction of any and all lawful business or activities and this Corporation shall have all of the powers now and hereafter granted to corporations under Florida law and all other applicable law.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be Five Thousand (5,000) shares of voting common stock with \$1.00 par value share.

ARTICLE V

PREEMPTIVE RIGHTS

Each shareholder of the Corporation shall have the preemptive right to purchase, subscribe for or otherwise acquire, pro-rata, any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The initial registered address of the Corporation is 3138 Coral Way, Miami, Florida 33145. The initial Registered Agent at that address is Jorge I.G. del Valle.

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is: Jorge I. G. del Valle: 3138 Coral Way, Miami, Florida 33145

ARTICLE VIII

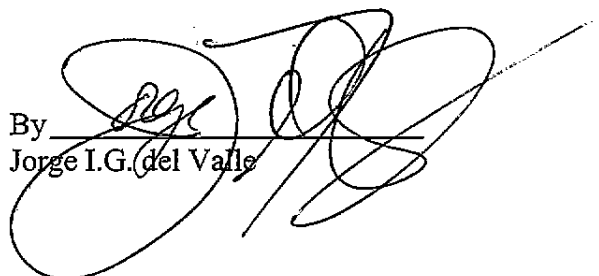
INDEMNIFICATION

To the extent permitted by applicable law, every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the

Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this 3 day of September, 1998.

By 
Jorge I.G. del Valle

STATE OF FLORIDA)

SS:

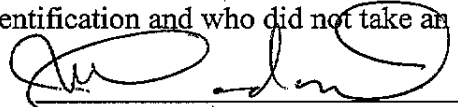
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 3rd day of September, 1998 by Jorge I.G. del Valle who is personally known to me or who has produced his Florida driver's license as identification and who did not take an oath.



NELDA CODORNIU
My Commission CC539480
Expires Mar. 12, 2000

My Commission Expires:

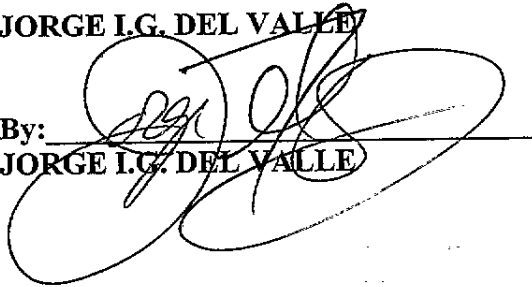

Notary Public, State of Florida
Print Name: _____

ACCEPTANCE BY REGISTERED AGENT

FILED
98 SEP 14 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby accepts the appointment to serve as Registered Agent for
THE HOMO DEPOT CORP.

JORGE I.G. DEL VALLE

By: 

JORGE I.G. DEL VALLE