

Kenneth W. McCoy, P.A.
Accounting Firm

P990000 98018

15150 N.W. 79th Court
Suite 195
Miami Lakes, Florida 33016
Phone: (305) 362-1841

10/22/98

Division of Corporations
407 E. GAINS STREET
Tallahassee, FL 32399

400002690184--9
-11/18/98--01012--004
*****122.50 *****78.75


RE: GARCIA GROUP, INC..

Dear Sir/Madam:

Enclosed please find two (2) executed copies of Articles of Incorporation for GARCIA GROUP, INC. together with a check for One Hundred Twenty Two 50/100 dollars (\$122.50).

Thank you for your prompt attention to this matter.

Sincerely,


Kenneth W. McCoy, P.A.

Mail to: Kenneth W. McCoy, P. A.
15150 N.W. 79 Court, Suite 195
Miami Lakes, FL 33016
(305) 362-1841

FILED
98 NOV 18 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
11-23-98
3

ARTICLES OF INCORPORATION

OF

GARCIA GROUP, INC.

ARTICLE I - NAME & ADDRESS

THE NAME AND ADDRESS OF THE CORPORATION SHALL BE

GARCIA GROUP, INC.

1127 W. 23 STREET
HIALEAH, FL 33010

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TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS
DISSOLVED ACCORDING TO LAW AND ITS EXISTENCE UPON FILING DATE.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING
ANY AND ALL LAWFUL BUSINESS.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND (1000)
SHARES OF FIFTY CENTS (\$0.50), PAR VALUE, COMMON STOCK WHICH SHALL BE
DESIGNATED "COMMON SHARES".

ARTICLE V - POWER OF SHAREHOLDERS

THERE SHALL BE NO BOARD OF DIRECTORS AND ALL AFFAIRS NORMALLY
CONDUCTED BY A BOARD OF DIRECTORS SHALL BE CONDUCTED BY THE
SHAREHOLDERS. THE SHAREHOLDERS SHALL HAVE THE SAME POWER AND
AUTHORITY AS THAT OF A BOARD OF DIRECTORS.

ARTICLE VI - INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY THE OFFICERS AND SHAREHOLDERS OF THE CORPORATION TO THE FULLEST EXTENT AUTHORIZED BY SECTION 607.014, FLORIDA STATUTES. FOR THE PURPOSE OF INTERPRETING THIS ARTICLE AND THE AFOREMENTIONED FLORIDA STATUTE, THE SHAREHOLDER SHALL BE CONSIDERED A DIRECTOR WHEN THE ACTION TAKEN BY HIM FOR WHICH INDEMNIFICATION IS SOUGHT IS ACTION TRADITIONALLY CONDUCTED BY A DIRECTOR.

ARTICLE VII - INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION IS:

Julio Mendez
1127 W. 23 Street
Hialeah, FL 33010

ARTICLE VIII - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS:

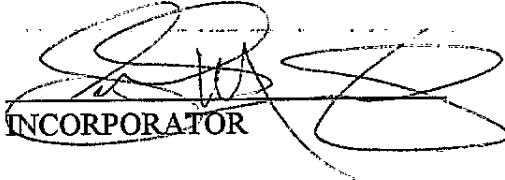
1127 W. 23 Street
Hialeah, FL 33010

AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS:

Julio Mendez

REGISTERED AGENT CERTIFICATE

EXECUTED THESE ARTICLES OF INCORPORATION, ON THIS 13 DAY
OF November 1998.


INCORPORATOR

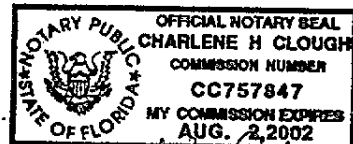
STATE OF FLORIDA

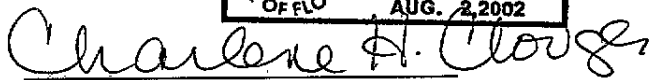
COUNTY OF DADE

BEFORE ME, THE UNDERSIGNED AUTHORITY, A NOTARY PUBLIC,
AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET
FORTH HEREIN ABOVE, PERSONALLY APPEARED JULIO MENDEZ, WHO
PRODUCED THE FOLLOWING FLORIDA DRIVER'S LICENSE NUMBER

_____, KNOWN TO BE AND KNOWN BY ME TO BE THE PERSON WHO
EXECUTED THE FOREGOING ARTICLES OF INCORPORATION OF GARCIA GROUP,
INC. AND HE/ SHE ACKNOWLEDGED BEFORE ME THAT HE/SHE EXECUTED THESE
ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY
SEAL IN THE STATE AND COUNTY AFORESAID, ON THIS 13 DAY
OF November 1998.




NOTARY PUBLIC

THE UNDERSIGNED HEREBY ACCEPTS THE OFFICE OF REGISTERED AGENT
FOR CIABRANEL ENTERPRISES, INC. AND AGREES TO ACCEPT SERVICE OF
PROCESS FOR SAID CORPORATION AT THE PLACE DESIGNATED IN ITS ARTICLES
OF INCORPORATION AS ITS PRINCIPAL PLACE OF BUSINESS AND TO ACT IN SAID
CAPACITY IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA.

DATED, AT MIAMI, DADE COUNTY, FLORIDA, ON THIS 13 DAY
OF November 1998.


JULIO MENDEZ

FILED
98 NOV 18 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR, HAS