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TALLAHASSEE, FLORIDA

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Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

INVESTMENTS 41-44, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
INVESTMENTS 41-44, INC.**

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ARTICLE I

The name of this corporation is INVESTMENTS 41-44, INC.

ARTICLE II

The term for which this corporation shall exist shall be perpetual.

ARTICLE III

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

All business permitted by the Florida Statutes.

ARTICLE IV

The corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shares shall be designated "Common Stock".

THIS DOCUMENT PREPARED BY
Cristina De Oliveira, Esq.
De Oliveira & Assoc. P.A.
2701 Le Jeune Road Suite 345
Coral Gables, Fl. 33134
(305) 444-9012
Florida Bar #307157

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ARTICLE V

The Board of Directors shall have the power to adopt, after, amend or repeal the Bylaws of the corporation.

ARTICLE VI

The principal place of business of this corporation shall be: 3205 Huntington, Ft. Lauderdale, Fl. 33332.

The name of the initial registered agent of this corporation is: Antonio Malave.

The address of the initial registered agent is: 3205 Huntington, Fort Lauderdale, Fl. 33332.

ARTICLE VII

This corporation shall initially have as directors those persons who are designated below in this Article. The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one (1) nor more than five (5). The names and addresses of the initial directors of this corporation are:

Antonio Malave	3205 Huntington, Fort Lauderdale, Fl. 33332
Omar Gerardo Camero	3205 Huntington Fort Lauderdale, Fl. 33332

ARTICLE VIII

The names and addresses of the officers who are to conduct the business of this corporation until those elected at the first election are as follows:

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President

Antonio Malave
3205 Huntington
Fort Lauderdale, FL 33332

ARTICLE IX

The name and address of the person signing these Articles is: Cristina De Oliveira, Esq. 2701 La Jeune Road Suite 345, Coral Gables, FL 33134

ARTICLE X

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act.

ARTICLE XII

Members of the Board of Directors may participate in meetings of the Board of Directors by means of telephone conference as provided by law.

ARTICLE XIII

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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ARTICLE XIV

The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 4th day of December, 1998.

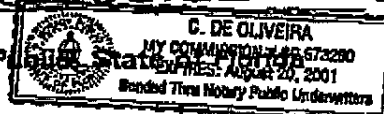

Antonio Malave

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 4th day of December, 1998 by Antonio Malave who is personally known to me or who has produced _____ (type of identification) as identification and who did (did not) take an oath.


Notary Public



My commission expires:

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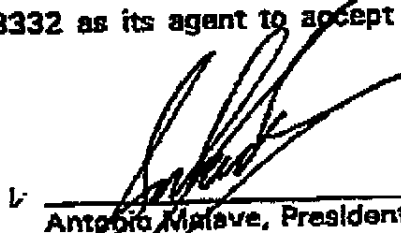
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Fla. Stats., the following is submitted:

INVESTMENTS 41-44, INC., with its principal place of business located 3205
Huntington, Ft. Lauderdale, Fl. 33332 has named Antonio Malava, located at 3205
Huntington, Fort Lauderdale, Fl. 33332 as its agent to accept service of process
within the State of Florida.

Signature:

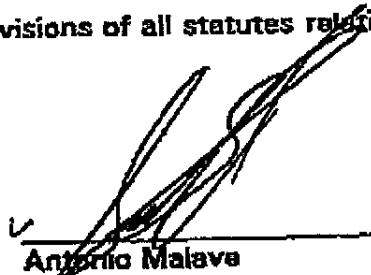


Antonio Malava, President
Dated 12/4/98

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TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at
the place designated in this certificate, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all statutes relative to the order and
complete performance of my duties.

Signature:



Antonio Malava
Registered Agent
Dated 12/4/98

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