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TEK88X98 FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: P.K. XPERTIZE, INC. AUDIT NUMBER.....H98000022891 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/9/98

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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.K. XPERTIZE, INC.

ARTICLE I. NAME

The name of the Corporation shall be:

P.K. XPERTIZE, INC.

ARTICLE II. TERM OF EXISTENCE

The Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation. The Corporation shall be deemed to commence its existence effective with the filing of these Articles with the Secretary of State.

ARTICLE III. PURPOSE

This Corporation is organized for the following purpose: any and all purposes lawful under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar par value common stock, which shall be designated "Common Shares".

Prepared by:
Martin W. Wasserman, Esquire
999 Washington Avenue
Miami Beach, Florida 33139
Telephone: (305) 672-3100 Bar No.251143

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ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation is: 4775 North Bay Road, Miami Beach, Florida 33140

The name of the initial registered agent of this Corporation at that address is:
Paul Koenigsberg, 4775 North Bay Road, Miami Beach, Florida 33140.

ARTICLE VI. INCORPORATION

The name and address of the person signing these Articles of Incorporation is:
Paul Koenigsberg, 4775 North Bay Road, Miami Beach, Florida 33140.

ARTICLE VII. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE VIII. MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of the Board of Directors of the Corporation. The initial Board of Directors shall consist of two Directors, who are:

Paul Koenigsberg and Jo Debra Koenigsberg.

ARTICLE IX. OFFICERS

The Officers of this corporation are as follows:

PAUL KOENIGSBERG	-President
JO DEBRA KOENIGSBERG	-Vice-President

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ARTICLE X INDEMNIFICATION

The Corporation shall indemnify all officers or directors or any former officer of director, to the full extent permitted by law.

ARTICLE XI AMENDMENT

This Corporation reserves the right to amend or repeal any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 30th day of November, 1998.



Paul Koenigsberg
(Incorporator)

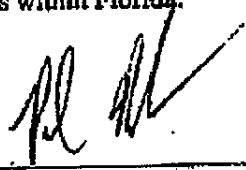
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

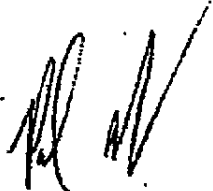
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT P.K. XPERTIZE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at: 4775 North Bay Road, Miami Beach, Florida 33140 has named PAUL KOENIGSBERG located at 4775 North Bay Road, Miami Beach, Florida 33140, as its agent to accept service of process within Florida.



PAUL KOENIGSBERG

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



PAUL KOENIGSBERG

DATE: November 30, 1998

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TALLAHASSEE, FLORIDA

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