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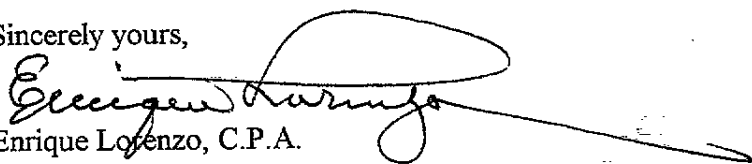
December 14, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: New Filing Section

Ref: Articles of Incorporation of
ArEXKO Corporation

Please find enclosed two executed copies of the Articles of Incorporation of AREXKO CORPORATION for filing according to §607.0120 of the Florida Statutes. You will also find enclosed a check for \$70.00 in payment of the applicable filing fees.

Sincerely yours,


Enrique Lorenzo, C.P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CP
12-18-98
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**ARTICLES OF INCORPORATION
OF
AREXKO CORPORATION**

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is AREXKO CORPORATION and its address is 10471 SW 17TH Street, Miami, FL 33165-7369.

ARTICLE II - DURATION

This Corporation will have perpetual existence.

ARTICLE III - NATURE OF BUSINESS

This Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States of America, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 (one thousand) shares of common stock of \$1.00 (one dollar) par value.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, will have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price that it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 10471 SW 17th Street, Miami, FL 33165-7369 and the name of the initial registered agent of this Corporation is Gustavo Fernández.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation will have two (2) Directors initially. The number of Directors may be either increased or decreased from time to time by the Bylaws, but will never be less than one (1). The names and addresses of the initial Directors of this Corporation are as follows:

NAME	ADDRESS
Gustavo Fernandez	10471 SW 17 th Street, Miami, FL 33165-7369
Rene Rosas	10790 SW 58 th Terr., Miami, FL 33173-1265

ARTICLE VIII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by the majority of either the Shareholders or Directors.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

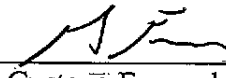
The name and address of the person signing these Articles of Incorporation is:

Gustavo Fernandez
10471 SW 17th Street
Miami, FL 33165-7369

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of December 1998.



Gustavo Fernandez, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED, GUSTAVO FERNANDEZ, HEREBY DECLARES THAT HE IS FAMILIAR WITH THE DUTIES AND RESPONSIBILITIES OF REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 14TH DAY OF DECEMBER 1998.



GUSTAVO FERNANDEZ
REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA