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EFFECTIVE DATE
12-21-98

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Grand Palm Properties, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Grand Palm Properties, Inc.

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TALLAHASSEE, FLORIDA

Article II. Address

The mailing address of the Corporation is:
Grand Palm Properties, Inc.
8500 SW 8th Street
Suite 228
Miami FL 33144

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Jose L. Machado
8500 SW 8th Street
Suite 238
Miami FL 33144

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Agustin Herran
Armando J. Guerra
Manuel Herran

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jose L. Machado | FL Bar Member 973572
Machado & Herran, P.A.
8500 SW 8th Street
Suite 238
Miami FL 33144
305-261-5355
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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

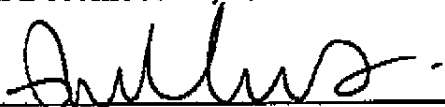
The name and address of the incorporator is:

Jose L. Machado
Machado & Herran, P.A.
8500 SW 8th Street
Suite 238
Miami FL 33144

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on December 21, 1998.

The undersigned incorporator executed these Articles of Incorporation on December 22, 1998.



JOSE L. MACHADO
by L.A. Uriarte as attorney-in-fact

Jose L. Machado | FL Bar Member 973572
Machado & Herran, P.A.
8500 SW 8th Street
Suite 238
Miami FL 33144
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

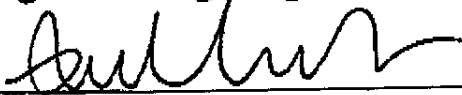
Grand Palm Properties, Inc.

REGISTERED AGENT/OFFICE:

Jose L. Machado
8500 SW 8th Street
Suite 238
Miami FL 33144

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JOSE L. MACHADO
by L.A. Uriarte as attorney-in-fact

Date: December 22, 1998.

Jose L. Machado | FL Bar Member 973572
Machado & Herran, P.A.
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