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DONALD M. DARRACH
ATTORNEY AT LAW
1401 BRICKELL AVENUE
SUITE 510
MIAMI, FLORIDA 33131

January 27, 1999

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Florida Secretary of State
Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for AR Financial Services, Inc. together with a check in the amount of \$78.75 made payable to the Florida Secretary of State.

Once the charter is issued, please send a certified copy of the Articles of Incorporation to my office at 1401 Brickell Avenue, Suite 510, Miami, Florida 33131.

Thank you for your cooperation.

Very truly yours,



Donald M. Darrach

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 29 AM 8:30

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ARTICLES OF INCORPORATION

OF

AR FINANCIAL SERVICES, INC.

The undersigned Incorporator to these Articles of Incorporation hereby forms a Corporation under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of this Corporation is: AR FINANCIAL SERVICES, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence.

PREPARED BY: DONALD M. DARRACH, ESQ.
1401 Brickell Avenue, Suite 510
Miami, Florida 33131
(305) 673-9400
Florida Bar no. 131409

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DIVISION OF CORPORATIONS
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ARTICLE V. REGISTERED AGENT

The Registered Agent of this Corporation and the address of the Registered Office in the State of Florida shall be:

ALEX RODRIGUEZ
11199 S.W. 88th Street
Suite J-205
Miami, Florida 33176

The Board of Directors, may from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI. CORPORATE ADDRESS

The initial Corporate address of the corporation in the State of Florida shall be:

11199 S.W. 88th Street
Suite J-205
Miami, Florida 33176

ARTICLE VII. BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but shall never be less than (1).

ARTICLE VIII. INITIAL DIRECTOR

The name of the initial director of this Corporation and his address is:

ALEX RODRIGUEZ
11199 S.W. 88th Street
Suite J-205
Miami, Florida 33176

The person named as the initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX, INITIAL OFFICERS

The name of the initial officer of this Corporation and his addresses is:

PRESIDENT/SECRETARY
ALEX RODRIGUEZ
11199 S.W. 88th Street
Suite J-205
Miami, Florida 33176

ARTICLE X. INCORPORATION

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

ALEX RODRIGUEZ
11199 S.W. 88th Street
Suite J-205
Miami, Florida 33176

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS THEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 15 day of JANUARY, 1999



ALEX RODRIGUEZ

STATE OF FLORIDA

COUNTY OF DADE

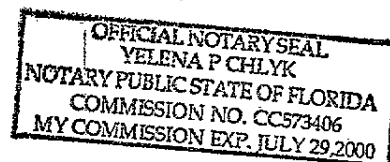
BEFORE ME, a Notary Public, personally appeared ALEX RODRIGUEZ , who is personally known to me and did take an oath, to me known to be the person described as the Incorporator and who executed the foregoing Articles of Incorporation.

Witness my hand and official seal at Miami, Miami-Dade County, Florida, this/ 5th day of JANUARY, 1999.

Yelena Chlyk

Notary Public, State of Florida

My Commission Expires:



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

PURSUANT to Florida Statutes, the following is submitted in compliance with said Statutes:

That AR FINANCIAL SERVICES, INC., desiring to organize under the laws of the State of Florida, with its initial corporate office at 11199 S.W. 88th Street, Suite J-205 Miami, Florida 33176, appoints ALEX RODRIGUEZ , as its agent to accept service of process within this State at 11199 S.W. 88th Street, Suite J-205 Miami, Florida 33176 .

ACKNOWLEDGMENT

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 agree to comply with the provisions of said Statutes relative to keeping open said office.



ALEX RODRIGUEZ

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