



THE UNITED STATES
CORPORATION
COMPANY

P990000013690

ACCOUNT NO. : 072100000032

REFERENCE : 131720 81512A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 78.75

ORDER DATE : February 11, 1999

ORDER TIME : 10:48 AM

ORDER NO. : 131720-005

100002772951--5

CUSTOMER NO: 81512A

CUSTOMER: Richard J. Hays, Esq
RICHARD J. HAYS, P.A.
RICHARD J. HAYS, P.A.
Suite 207
7200 West Commercial Boulevard
Lauderhill, FL 33319

DOMESTIC FILING

NAME: INTER AMERICAN ENTERPRISES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED
99 FEB 11 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
2/11/99

REC'D
99 FEB 11 PM 12:14
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

INTER AMERICAN ENTERPRISES, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

INTER AMERICAN ENTERPRISES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1641 NW 27 Avenue
Miami, FL 33125

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares @ \$10.00 par value.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Richard J. Hays
RICHARD J. HAYS, P.A.
7200 West Commercial Bldg.
Suite 207
Lauderhill, FL 33319

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

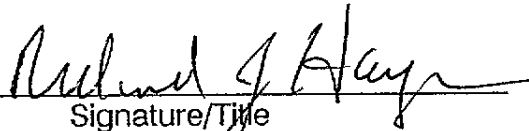
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

RICHARD J. HAYS
1641 NW 27 Ave.
Miami, FL 33125

The undersigned has(have) executed these Articles of Incorporation this

10th day of February, 19 99



Signature/Title

RICHARD J. HAYS, PRESIDENT

Signature/Title

Signature/Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: _____

INTER AMERICAN ENTERPRISES, INC.

2. The name and address of the registered agent and office is:

RICHARD J. HAYS

(NAME)

7200 W. Commercial Blvd., #207

(P.O. BOX NOT ACCEPTABLE)

Lauderhill, FL 33319

(CITY/STATE/ZIP)

SIGNATURE _____

(corporate officer)

TITLE RICHARD J. HAYS, President

DATE February 10, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

RICHARD J. HAYS

DATE February 10, 1999

REGISTERED AGENT FILING FEE: \$35.00

FILED
99 FEB 11 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA