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February 19, 1999

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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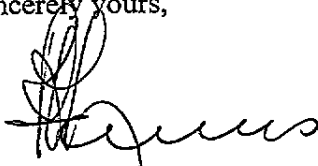
Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Incorporation of CRETOMIX, INC.,
together with a check in the amount of \$122.50

****122.50 *****78.75

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee
for Registered Agent Designation for the above named corporation.

Sincerely yours,



RICHARD D. LOTHARIUS
Registered Agent for
CRETOMIX, INC.
540 Brickell Key Dr., Unit 827
Miami, FL 33131

D. BROWN FEB 23 1999

ARTICLES OF INCORPORATION

of
CRETOMIX, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

CRETOMIX, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares (100) of ONE DOLLAR Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>RICHARD D. LOTHARIUS</u>		
ADDRESS	<u>1390 SO. DIXIE HWY., STE 220J</u>		
CITY	<u>CORAL GABLES</u>	FLORIDA	ZIP <u>33146</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>CRETOMIX, INC</u>		
ADDRESS	<u>540 BRICKELL KEY DR, UNIT 827</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33131</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>JOSE E. ARCE</u>		
ADDRESS	<u>540 BRICKELL KEY DR, UNIT 827</u>		
CITY	<u>MIAMI</u>	STATE <u>FL</u>	ZIP <u>33131</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

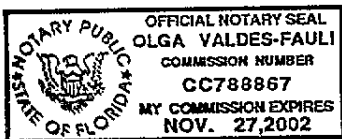
NAME	JOSE E. ARCE		
ADDRESS	540 BRICKELL KEY DRIVE, APT. 827		
CITY	MIAMI	STATE	FLORIDA ZIP 33131
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 18 day of February, 19 99.

[Signature] (Seal)
[Signature] (Seal)
[Signature] (Seal)

[Signature]
Notary Public

2/18/99
Date



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

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CRETOMIX, INC

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

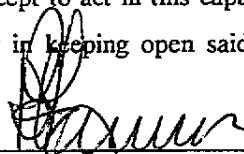
at 1390 SO DIXIE HWY STE 2205
CORAL GABLES, FL 33146

has named RICHARD D. LOTHARIUS

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.



(registered agent)