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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

HJV MANAGEMENT, INC.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 5, 1999

FAS-T CORP.

SUBJECT: HJV MANAGEMENT, INC.
REF: W99000005486

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

HJV MANAGEMENT, INC.

ARTICLE I - NAME

The name of this Corporation is HJV Management, Inc. and its address is 1000 Brickell Avenue, Suite 900, Miami, FL 33131.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of (\$.01) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is H. Joseph Vaughn, and his address is 1000 Brickell Avenue, Suite 900, Miami, FL 33131.

Prepared by:
Joseph Vaughn
1000 Brickell Ave, Suite 900
Miami, FL 33131
(305) 702-5504

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director Initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and home address of the initial Director of this Corporation is:

NAME

ADDRESS

H. Joseph Vaughn

1222 Manati Avenue
Coral Gables, FL 33146

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

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

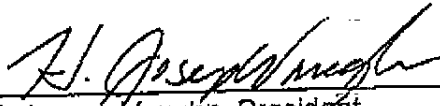
ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is H. Joseph Vaughn and his address is 1000 Brickell Avenue, Suite 900, Miami, FL 33131.

ARTICLE X - 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 has executed these Articles of Incorporation this 28th day of February, 1999.


H. Joseph Vaughn, President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY 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 28th DAY OF FEBRUARY, 1999.


H. Joseph Vaughn, President

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