

P090000045304

Jorge A. Garcia
14360 S.W. 157th Street
Miami, FL 33177

May 12, 1999

Secretary of State
409 East Gaines Street
Tallahassee, FL 32314

RE: SURFACE CREATIONS, INC.

200002877442--8
-05/17/99--01112--006
*****78.75 *****78.75

Dear Sir/Madame:

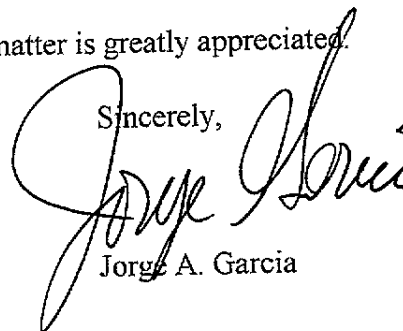
Enclosed please find the Articles of Incorporation for SURFACE CREATIONS, INC. along with a check in the amount of \$78.75 representing payment for the filing of said Articles of Incorporation.

Please forward a certified copy of the filed Articles to the following:
Jorge A. Garcia
9350 N.W. South River Drive
Miami, FL 33166

If you should have any questions regarding this matter, please do not hesitate to contact the undersigned at (305)887-3090.

Your cooperation in expediting this matter is greatly appreciated.

Sincerely,


Jorge A. Garcia

FILED
1999 MAY 17 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 19 1999

FILED

1999 MAY 17 AM 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SURFACE CREATIONS, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be SURFACE CREATIONS, INC.

ARTICLE II - COMMENCEMENT & DURATION

The corporation shall commence its existence on May 10, 1999 and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III - ADDRESS

The mailing address of the corporation is 9350 N.W. South River Drive, Miami, Florida 33166.

ARTICLE IV - STATED CAPITAL

The corporation is authorized to issue the following capital stock:

<u>No. Shares</u>	<u>Classification</u>	<u>Par Value</u>
500	Common	\$1.00

Subject to applicable Florida Statutes, every Shareholder, upon the sale of any new stock of the corporation of the same kind, class or series as he or she already holds, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered by others.

ARTICLE V - REGISTERED AGENT

The name and address of the Registered Agent of the corporation is Jorge A. Garcia, 9350 N.W. South River Drive, Miami, Florida 33166.

ARTICLE VII - BOARD OF DIRECTORS

The corporation shall have three directors initially. The number of directors may be increased or decreased from time to time thereafter in accordance with the bylaws of the corporation but shall never be less than one. The name and street address of the initial directors of this corporation are:

Jesus Nazario 9350 N.W. South River Drive, Miami, FL 33166

Jorge A. Garcia 9350 N.W. South River Drive, Miami, FL 33166

Otoniel Rodriguez 9350 N.W. South River Drive, Miami, FL 33166

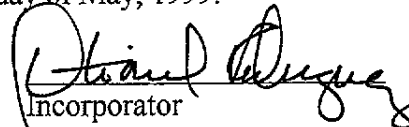
ARTICLE VIII - SHAREHOLDER PROPERTY

Private property of the shareholders shall not be subject to the payment of the corporation's debts. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of the shareholders to the corporation.

ARTICLE IX - AMENDMENTS TO ARTICLES

The shareholders shall have the power to amend or repeal these Articles of Incorporation with not less than a two-thirds vote of the common stock.

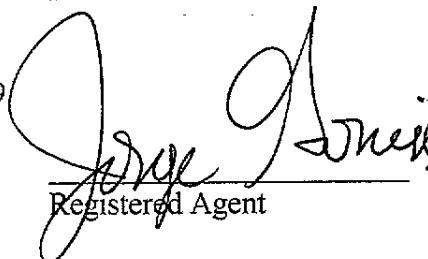
IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 12th day of May, 1999.


Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of SURFACE CREATIONS, INC.

Dated this 12 day of May, 1999


Registered Agent