

OFFICE USE ONLY (Document #)

LARUS CORPORATE FILING SERVICE, INC.

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MIAMI, FLORIDA (305)552-5973

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(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

300002925073--2

-07/07/99--01047--025

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. HAMCO TRADING GROUP CORPORATION
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)



Walk in



Pick up time

2:00



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF

HAMCO TRADING GROUP
CORPORATION

WE, THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE ESTATE OF FLORIDA, AND UNDER THE STATUTE OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, RIGHTS, PRIVILEGES, IMMUNITIES AND LIABILITIES OF INCORPORATION FOR PROFIT, IT IS:

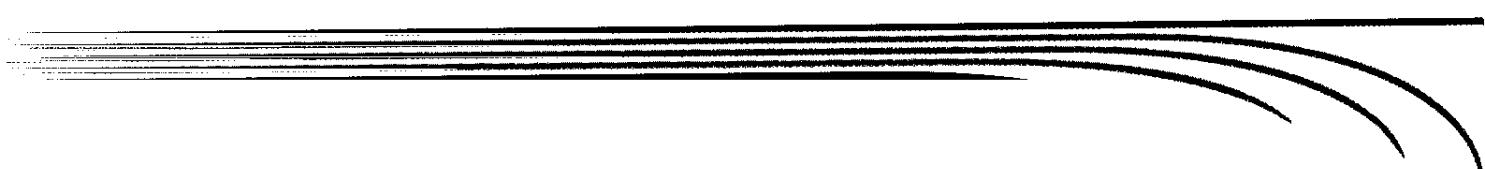
ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

HAMCO TRADING GROUP
CORPORATION

ARTICLE II

THE CORPORATION SHALL ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA AND OF THE UNITED STATES OF AMERICA.



ARTICLE III

THE MAXIMUM NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ANY ONE TIME IS 1.000 SHARES OF COMMON STOCK, (SHALL HAVE A PAR VALUE OF \$ 1.00 PER SHARE).

ALL STOCK IS TO BE ISSUED AS FULLY PAID AND EXEMPT FROM ASSESSMENT.

ARTICLE IV

THE PIEDGE, SALE, TRANSFER OR OTHER DISPOSITION OF THE CAPITAL STOCK MAY BE GOVERNED AND RESTRICTED BY THE BY-LAWS OR WRITTEN AGREEMENT AMONGST THE STOCKHOLDERS WHICH SHALL BE ON FILE IN THE OFFICE OF THE OFFICES OF THE CORPORATION SO NAMED IN ARTICLE VII HEREIN.

THE BY-LAWS MAY PROVIDE FOR CUMULATIVE VOTING BY STOCKHOLDERS AT ALL ELECTIONS OF THE DIRECTORS OF THE CORPORATION.



ARTICLE V

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION MAY BEGIN BUSINESS SHALL NOT BE LES THAN ONE THOUSAND US DOLLARS (\$1.000,00 US DOLLARS.)

ARTICLE VI

THE EXISTENCE OF THE CORPORATION IS PERPETUAL.

ARTICLE VII

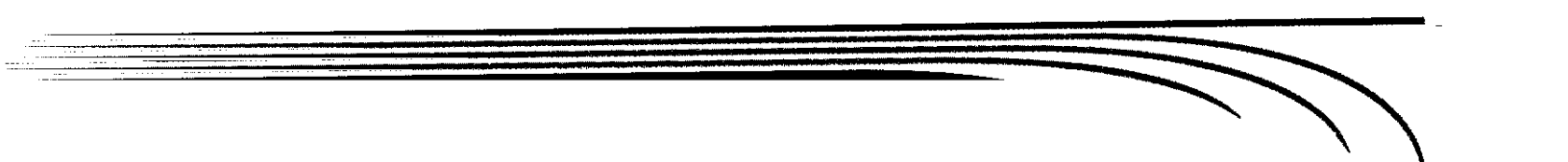
THE INITIAL POST OFFICE ADDRESS AND PRINCIPAL OFFICES OF THE CORPORATION IN THE STATE OF FLORIDA SHALL BE

1220 NIGHTINGALE AVENUE MIAMI SPRINGS FLORIDA 33166.

THE REGISTERED AGENT IS:

Ligia M. RAMÍREZ.

ADDRESS: 1220 NIGHTINGALE AVENUE MIAMI SPRINGS
FLORIDA 33166 TEL: 305-888-0199 FAX: 305-888-1981



ARTICLE VIII

THE BUSINESS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS CONSISTING OF NOT LESS THAN (2) NOR MORE THAN (5) DIRECTORS. A QUORUM FOR THE HOLDING OF A MEETING OF THE BOARD OF DIRECTORS, AND FOR THE TRANSACTION OF ANY BUSINESS PROPERLY CARRIED OUT BY THE DIRECTORS ON BEHALF OF THE CORPORATION, SHALL CONSIST OF A MAJORITY OF THE MEMBERS THEREOF, BUT, THE DIRECTORS, BY UNANIMOUS CONSENT IN WRITING, INCLUDED IN THE MINUTES OF THE CORPORATION, MAY CONSENT TO THE DOING FOR ANY ACT AND SUCH CONSENT IN WRITING SHALL HAVE THE SAME FORCE AND EFFECT AS THOUGH A FORMAL MEETING HAD BEEN HELD PURSUANT TO CALL BEING DULY MADE AND AS THOUGH THE SAID ACT HAD BEEN COMPLETED AND AUTHORIZED AT A MEETING AT WHICH A QUORUM HAD BEEN PRESENT, AND/OR SUCH DUTIES MAY BE DELEGATED TO AN "EXECUTIVE COMMITTEE".

ARTICLE IX

THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND STATE OF CORPORATE OFFICERS ARE AS FOLLOWS:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
LIGIA MARIA RAMIREZ	PRESIDENT U.S.A.	
LAMONTE WILLIAMS	PRESIDENT INT'L	
LUIS A. RAMIREZ	VICE-PRESIDENT U.S.A.	
LIGIA MARIA RAMIREZ	SECRETARY AND TREASURY. INT'L AND U.S.A.	

ARTICLE X

THE NAMES AND POST OFFICES ADDRESSES OF THE SUBSCRIBERS TO THE ARTICLES OF INCORPORATION, AND THE NUMBER OF SHARES OF STOCK THAT THEY AGREE TO TAKE ARE AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CASH VALUE</u>
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LIGIA M. RAMIREZ	FLORDIA	60%	\$600.00
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LAMONTE WILLIAMS	LAS VEGAS NEVADA	20%	\$200.00
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LUIS A. RAMIREZ	FLORIDA	20%	\$ 200.00
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ARTICLE XI

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS UNDER *1244 OF THE INTERNAL REVENUE CODE IN ORDER FOR THE STOCKHOLDERS OF THE CORPORATION MAY RECEIVE THE BENEFITS THEREUNDER.

IN WITNESS WHEREOF: WE HAVE HEREUNTO SET OUR HANDS
AND SEALS THIS 07 DAY OF JULY OF 1999

Ligia M. Ramirez (SEAL), "
Hereby accept duties as REGISTERED AGENT.

Laurie Willicious (SEAL)

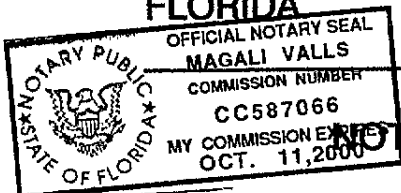
AA (SEAL)

STATE OF FLORIDA:
COUNTY OF DATE.

I HEREBY CERTIFY THAT ON THIS DAY PERSONALLY
APPEARED BEFORE ME, AN OFFICER DULY AUTHORIZED TO
TAKE ACKNOWLEDGMENTS AND ADMINISTER OATHS IN THE
STATE OF FLORIDA,
LIGIA MARIA RAMIREZ, who produced
Identification Card no. R562-533-51-716-0.

TO ME WELL KNOWN TO BE THE PERSONS DESCRIBED IN AND
WHO EXECUTED THE FOREGOING ARTICLES OF
INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME
THAT THEY EXECUTED THE SAME FREELY AND VOLUNTARILY
FOR THE PURPOSE THEREIN EXPRESSED.

WITNESS: MY HAND AND OFFICIAL SEAL THIS 07 DAY
OF JULY 1999. AT MIAMI, COUNTY OF DADE, STATE OF
FLORIDA



Magali Valls (MAGALI VALLS)
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES: 10-11-2000