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Maria E. Sarduy
11010 NW 20 Street
Pembroke Pines, Florida 33026
Tel.: (954) 443-2813

July 15, 1999

Division of Corporations
409 E Gaines Street
Tallahassee, Florida 32399

Attn.: New Filings Section

Subj.: Adriaalex, Inc.
Corporate Filing

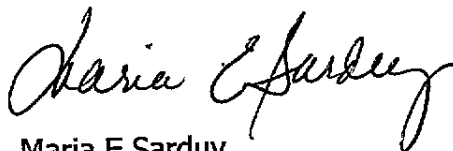
Gentlemen:

In compliance with Florida statutes I am enclosing herewith two sets of "Articles of Incorporation" regarding the subject Corporation, each duly notarized.

I am enclosing check #1476 in the amount of \$87.50 and request that you issue a Certificate of Status, as well as a certified copy of these Articles.

Your earliest attention to this request will be deeply appreciated.

Very truly yours,



Maria E. Sarduy
/mrs
ccs
Enclosures

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-07/19/99--01130--009
*****87.50 *****43.75

FILED
99 JUL 19 AM 8:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ADRIALEX, INC.

FILED

99 JUL 19 AM 8:42

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I.

The name of this Corporation is:

ADRIALEX, INC.

ARTICLE II.

This Corporation shall exist in perpetuity commencing with the filing of these documents.

ARTICLE III.

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

ARTICLE IV.

This Corporation is authorized to issue 500 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V.

SECTION I.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation, the assets of the Corporation shall be payable to and distributed proratably among the holders of record of the Common Shares.

SECTION II.: VOTING RIGHTS

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI.

PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation, of the same kind, class or series as that which he (or she) already holds, shall have the right to purchase his (or her) prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII.

The street address of the principal place of business of this Corporation is:

11010 NW 20 Street
Pembroke Pines, Florida 33026

and the name and address of the initial registered office and agent of this Corporation is:

MARIA E. SARDUY
11010 NW 20 Street
Pembroke Pines, Florida 33026

ARTICLE VIII.

This Corporation shall have two 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 Directors of this Corporation are:

DIRECTORS	MARIA E. SARDUY AND GERARDO E. SARDUY
	11010 N. W. 20th Street
	Pembroke Pines, Florida 33026

ARTICLE IX.

The names and addresses of the initial Officers of this Corporation shall be as follows:

PRESIDENT	MARIA E. SARDUY
	11010 N. W. 20th Street
	Pembroke Pines, Florida 33026

VICE PRESIDENT, SECRETARY	
TREASURER	GERARDO E. SARDUY
	11010 N. W. 20th Street
	Pembroke Pines, Florida 33026

ARTICLE X.

The name and address of the Incorporator who is signing these Articles of Incorporation is:

MARIA E. SARDUY
11010 N.W. 20th Street
Pembroke Pines, Florida 33026

ARTICLE XI.

AMENDMENT:

This Corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholder (s) is subject to this reservation.

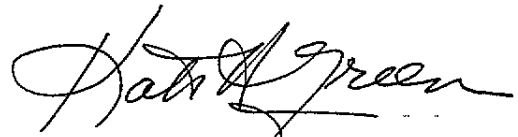
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of JULY, 1999.

MARIA E. SARDUY, Subscriber

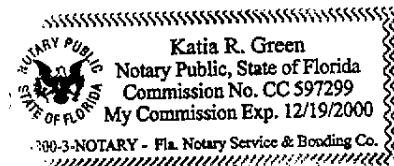
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Maria E. Sarduy, who is personally known to me, and who, being first duly sworn, deposes and states on oath that he executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day of July, 1999, in the County and State aforesaid.



Notary Public, State of Florida



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091 and 607.0501 (3), Florida Statutes,
the following is submitted:

First that Adriaalex, Inc. , desiring to organize or qualify
under the Laws of the State of Florida , with its principal place of business at 11010 NW
20th Street, Pembroke Pines, Florida 33026, has named MARIA E. SARDUY, whose address
is 11010 NW 20 Street, Pembroke Pines, Florida 33026, as its agent to accept service of
process within Florida.

DATED; JULY 15, 1999

BY:

Maria E. Sarduy
MARIA E. SARDUY, SUBSCRIBER

Having been named to accept service of process for ADRIALEX, INC. , at the
place designated in this Certificate, I hereby agree to act in this capacity, and I am familiar
with and further agree to comply with the provisions of all Statutes relative to the proper and
complete performance of my duties.

DATED: JULY 15, 1999

BY:

Maria E. Sarduy
MARIA E. SARDUY

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Maria E. Sarduy,
who is personally known to me, and who, being first duly sworn, deposed and states on oath
that she executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day
of July, 1999, in the County and State aforesaid.

Katia R. Green
Notary Public, State of Florida

