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To:
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From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR F.A.

4AA INVESTMENTS INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

EFFECTIVE DATE
8-10-99

4AA INVESTMENTS INC.

Article I - Name

The name of this corporation is 4AA Investments Inc.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issued one hundred (100) shares of Ten Dollars (\$10.00) par value common stock.

Article V - Initial Registered Office and Agent

The street address of the registered office of this Corporation is 901 Ponce De Leon Blvd., Suite 501, Coral Gables, Florida 33134, and the name of the initial registered agent of this Corporation at that address is Andres J. Iriondo.

Article VI - Initial Board of Directors

This Corporation shall have two (4) 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 name and address of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Jose Agustin Alvarez S.	1300 S.E. 17 th St. #210 Ft. Lauderdale, Fl. 33316
Jose Agustin Alvarez A.	1300 S.E. 17 th St. #210 Ft. Lauderdale, Fl. 33316
Mariangela Alvarez A.	1300 S.E. 17 th St. # 210 Ft Lauderdale, Fl. 33316
Adriana Alvarez A.	1300 S.E. 17 th St. #210 Ft. Lauderdale, Fl. 33316

Prepared by:
Andres J. Iriondo
901 Ponce de Leon Blvd., Suite 501
Coral Gables, Fl. 33134 * Ph (305) 445-0611

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Article VII- Incorporator

The name and address of the person signing these Articles is:

Andres J. Iriondo
901 Ponce de Leon Blvd.
Suite 501
Coral Gables, Fl. 33134

Article VIII- Initial Officers

The initial officers of the Corporation are as follows:

- Jose Agustin Alvarez A. -President
- Jose Agustin Alvarez S. -Vice-President, Secretary
- Mariangela Alvarez A. -Vice-President
- Adriana Alvarez A. -Treasurer

Article IX- Initial Place of Business

The initial place or business of the Corporation is 901 Ponce De Leon Blvd., Suite 501, Coral Gables, Florida 33134.

Article X- By-laws

The By-laws of the Corporation are to be made, altered, or rescinded by the Directors of the Corporation.

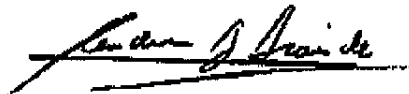
Article XI- Amendments to Articles

These Articles of Incorporation may be amended by the act of the Directors of the Corporation. Such amendments may be proposed and adopted in a manner provided by the By-laws of the Corporation.

Article XII- Commencement

The existence of this Corporation shall commence on the 10th day of August, 1999.

IN WITNESS WHEREOF, the undersigned has executed the Articles of Incorporation This 6th day of August, 1999.



Andres J. Iriondo

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STATE OF FLORIDA)
) SS
COUNTY OF DADE)

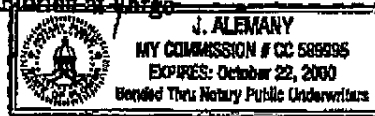
BEFORE ME, the undersigned authority, personally appeared
Andres J. Iriondo, who executed the foregoing Articles of Incorporation or who
Produced N.A. - personally known as identification.

August SWORN TO AND SUBSCRIBED before me this 6th day of
1999.

J. Alemany

Notary Public, State of Florida at Large

My commission expires:



ACCEPTANCE OF RESIDENT AGENT

I, ANDRES J. IRIONDO, hereby accept the foregoing Designation
Of Resident Agent, this 6th day of August 1999.

Andres J. Iriondo

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared ANDRES J. IRIONDO,
Who is known to me to be the person who subscribed to the foregoing Acceptance of
Resident Agent, or who produced N.A. - personally known as identification.

August SWORN TO AND SUBSCRIBED before me this 6th day of
1999.

J. Alemany

Notary Public, State of Florida at Large

My commission expires:



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