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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850)922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)541-3694
Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

maricel, inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
MARICEL INC.

EFFECTIVE DATE
8-18-99

Article I - Name

The name of this corporation is Maricel 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 four (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>
Leonardo Mateu	3600 S.W. 166 Ave. Davie, FL 33330
Fernando Mateu	3600 S.W. 166 Ave. Davie, FL 33330
Jose Agustin Alvarez A.	1300 S.E 17 th St. #210 Ft. Lauderdale, FL 33316
Jose Agustin Alvarez S.	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. Iriando
901 Ponce de Leon Blvd.
Suite 501
Coral Gables, Fl. 33134

Article VIII- Initial Officers

The initial officers of the Corporation are as follows:

Leonardo Mateu -President
Jose Agustin Alvarez A. -Vice President
Fernando Mateu -Secretary
Jose Agustin Alvarez S. -Treasurer

Article IX- Initial Place of Business

The initial place or business of the Corporation is 200 South Pine
Island Road #200 Plantation, Fl. 33324

Article X- By-laws

The By-laws of the Corporation are to be made, altered, or rescinded by the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

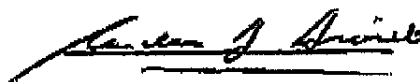
Article XI- Amendments to Articles

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 18th day of August, 1999.

IN WITNESS WHEREOF, the undersigned has executed the Articles of Incorporation This
18th day of August, 1999.



Andres J. Iriando

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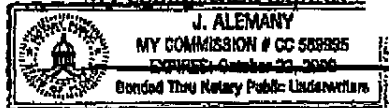
STATE OF FLORIDA)
) SS
 COUNTY OF DADE)

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

SWORN TO AND SUBSCRIBED before me this 20th day of August, 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 20th day of August 1999.

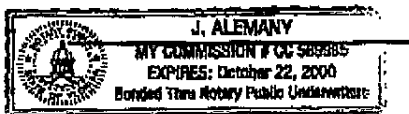
STATE OF FLORIDA)
) SS
 COUNTY OF DADE)

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.

SWORN TO AND SUBSCRIBED before me this 20th day of August, 1999.

J. Alemany
 Notary Public, State of Florida at Large

My commission expires:



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