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FILED

99 AUG 18 AM 10:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 12, 1999

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

600002363486--6

-08/18/99-01073-005

****131.25 *****87.50

RE: *Articles of Incorporation of Gavezu, Inc.*
(A Florida Corporation)

EFFECTIVE DATE
8-13-99

Dear Sirs:

Enclosed is an original and two (2) copies of the articles of incorporation, a check in the amount of \$131.25 which covers Filing Fee, Certified Copy and Certificate, and a stamped self-addressed envelope for your use to return the Certified Copy and Certificate.

If you have any questions, please feel free to contact the undersigned.

Thank you.

Sincerely,



Hugo E. Alvarez
9060 N.W. 8th Street, #308
Miami, Florida 33172
(305)551-3170

WK: (305)653-8890

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EFFECTIVE DATE
8-12-99

ARTICLES OF INCORPORATION

OF

GAVEZU, INC.

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ARTICLE I. CORPORATE NAME.

The name of this corporation is: GAVEZU, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon execution of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Hugo E. Alvarez
9060 N.W. 8th Street, #308
Miami, Florida 33172

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. CORPORATE OFFICE

The street address of the principal office of the corporation is:

Hugo E. Alvarez
9060 N.W. 8th Street, #308
Miami, Florida 33172

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTOR.

The name of the initial Director of this Corporation and his street address is:

Hugo E. Alvarez, Director
9060 N.W. 8th Street, #308
Miami, Florida 33172

The person named as initial Director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX. OFFICERS

The names of the initial officer of this corporation and his street address is:

Hugo E. Alvarez, President
9060 N.W. 8th Street, #308
Miami, Florida 33172

Velska Alvarez, Secretary
9060 N.W. 8th Street, #308
Miami, Florida 33172

ARTICLE X. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Hugo E. Alvarez
9060 N.W. 8th Street, #308
Miami, Florida 33172

ARTICLE XI. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a

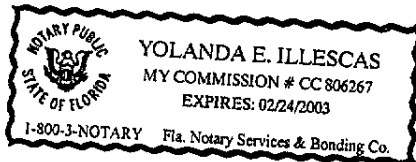
stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

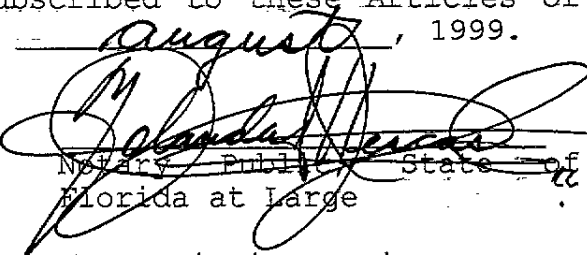

HUGO E. ALVAREZ, Incorporator

STATE OF FLORIDA)
) ss
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public, personally appeared HUGO E. ALVAREZ, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 12 day of August, 1999.

(SEAL)





Notary Public, State of
Florida at Large

My commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for GAVEZU, INC. at the place designated in the Articles of Incorporation, HUGO E. ALVAREZ agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Dated August 12, 1999.


HUGO E. ALVAREZ

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