

P 99000078654
KILLIAN GROUP INC.

11186 Southwest 115 Tr.
Miami, FL 33176

Division of Corporations
Post Office box 6327
Tallahassee, FL 32314

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

To Whom It May Concern:

The enclosed Articles of Incorporation for Killian Group Inc. is submitted as a profit corporation. A check in the amount of \$78.75 is submitted to cover Filing fees (\$35.00), Registered Agent Designation (\$35.00) and Certified Copy (\$8.75). Please return documents to:

Killian Group Inc.
C/o Fernando Ubilla, V.P.
11186 SW 115 Tr.
Miami, Florida 33176

Should there be any questions, please contact Fernando Ubilla at (305) 253-3510. Thank you.

Sincerely,

Rose Ubilla
Rose Ubilla
Treasurer

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
STATE OF FLORIDA**

The undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a Corporation under the laws of the State of Florida.

ARTICLE I

NAME The name of this Corporation is Killian Group Incorporated

ARTICLE II

PURPOSE 1 - The purpose of this Corporation to purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire import, export, lease, possess, maintain, handle on consignment, own, hold of investment of otherwise, use, enjoy, exercise, operate, manage, conduct, perform, make borrow, guarantee, contract in respect of, trade and deal in, sell exchange, let, lend, mortgage, pledge, deal in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, (and in all other ways whether like or unlike any of the foregoing), deal in and with property of every kind and character, real, personal, or mixed, tangible or intangible, where ever situated and wherever held, including, but not limited to money, credits, chases in action, securities, stocks, bonds, warranty, script, certificates, debentures, mortgages, notes, commercial paper, and other obligations and evidences of domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, including, but not limited to, mineral, oil, gas, and water rights, all or any part of any charters, concessions, grants, rights powers, or privileges granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing and to exercise in respect thereof all of the rights, powers, privileges and immunities of individual owners or holders thereof.

2 - To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, Trustee, factor, or otherwise, either alone or in company with others.

3- To promote or aid in any manner, financially or otherwise, any person, firms, association, or Corporation and to guarantee contracts and other obligations.

4- To let concessions to others to do any of the things that this Corporation is empowered to do, and to enter into, make, perform, and carry out, contracts and arrangements of every kind and character with any person, firm, association or, Corporation, or any government or authority or subdivision or agency hereof.

5 -To carry out on any business whatsoever that this Corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interest of this Corporation and to do all things specified in the Florida Statute, and to have and to exercise all powers conferred by the laws of the State of Florida on Corporations formed under the laws pursuant to which and under which this Corporation is formed, as such laws are now in effect or may at any time hereafter be amended and to do any and all things herein above set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations, or Corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers shall be literally construed in aid of the powers of this Corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed and the enumeration as to specific owners shall not be construed as to limit in any manner the aforesaid general powers, but are infurtherance of, and in addition to and not in limitation of said general powers.

ARTICLE III

SHARES This Corporation is authorized to issue 100 shares of stock with a par value of \$5.00 a share.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash at a just valuation to be fixed by the Board of Directors of this Corporation.

Upon the sale for cash of any new stock of the same kind, class or series as that which already holds, every stockholder of this Corporation shall have the pre-emptive right to purchase his pro-share thereof at a price at which it is offered to others, whether or not in excess of part. Fractional share need not be issued on account of these provisions.

ARTICLE IV

LOCATION This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved accordingly to law.

The initial Registered Office and the principal address of this Corporation shall be at:

11186 SW 115 Tr.
Miami, FL 33176

And the Register Agent at that address is:

Fernando Ubilla

The Board of Trustees may, from time to time move the office to any other location or locations.

ARTICLE V

OFFICERS The Officers of the Corporation shall be President, one or more Vice President, a Secretary, a Treasurer and such other officers as may be provided in the bylaws.

The names of the persons who serve as officers of the Corporation, until the next election thereof, are: President, Sergio Ubilla; Vice President, Fernando Ubilla; Treasurer, Rose Ubilla; Secretary, Myriam Ubilla.

The officers shall be elected by the members of the Association by such means and at such meetings as may be provided in the bylaws.

The business affairs of this Corporation shall be managed by the Board of Trustees, the number of Trustees maybe changed from time to time, as provided by the bylaws, but shall never be reduced to less than three.

The Board of Trustees shall be members of this Corporation.

Members of the Board of Trustees shall be elected and hold office in accordance with the bylaws.

The names and address of the persons who serve as Trustees for the ensuing year, or until the next election thereof, are:

Sergio Ubilla, 11600 SW 112 Ave. Rd., Miami, FL 33176
Rose Ubilla, 11600 SW 112 Ave. Rd., Miami, FL 33176
Fernando Ubilla, 11186 SW 115Tr, Miami, FL 33176
Myriam Ubilla, 11186 SW 115 Tr., Miami, FL 33176

ARTICLE VI

BYLAWS The members of this Corporation may provide such bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

ARTICLE VII

AMENDMENTS The members of this Corporation may propose, adopt, and file amendments to these Articles of Incorporation, from time to time, as provided by the bylaws.

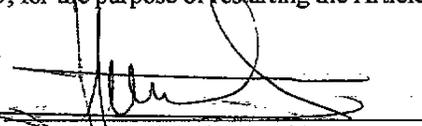
ARTICLE VIII

MEMBERSHIP This Corporation may be divided into one or more division, as may from time to time be provided by the by-laws.

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are Directors or Officers of, such other Corporation. Any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, any Director of this Corporation who is also a Director or and Officer of such other Corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he was not such a Director or Officer of such other Corporation or not so interested.

IN WITNESS WHEREOF, we, the undersigned officers of the Corporation, have hereunto set our hands and seals this 19th day of August, 1999, for the purpose of restarting the Articles of Incorporation of this Corporation.

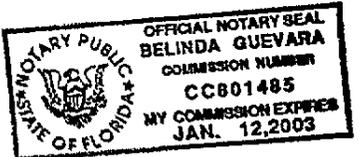

Sergio Ubilla, President


Fernando Ubilla, Vice President


Rose Ubilla, Treasurer

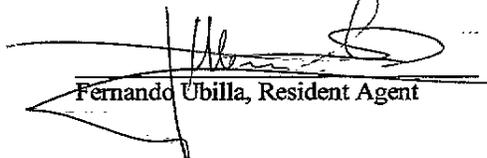

Myriam Ubilla, Secretary


Notary Public & Seal



CONSENT OF RESIDENT AGENT

HAVING BEEN NAMED Resident Agent of the Corporation at the office designated in the foregoing Article of Incorporation, the undersigned accepts the designation.


Fernando Ubilla, Resident Agent

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