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OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

000002984960--1

-09/13/99-01053-025

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

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ANDINO'S RICARDO & CO., INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)



Walk in



Pick up time

2:00



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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99 SEP 13 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN SEP 13 1999

Examiner's Initials

ARTICLES OF INCORPORATION
=====

OF
==

ANDINO'S, RICARDO & CO., INC.
=====

ARTICLE I - NAME

The Legal Name of this Corporation is:

ANDINO'S, RICARDO & CO., INC.
=====

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any business and / or activities permitted under the Laws of the United States of Americas and State of Florida.

ARTICLE IV - CAPITAL STOCK

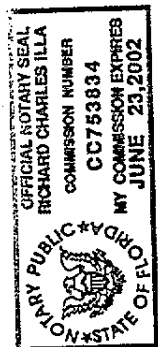
The maximun number of shares which this corporation is authorized to have outstanding at any time is ONE HUNDRED, Shares of Common Stock having a per value of \$ 1.00 (One) per each share. The Capital Stock is \$ 100.00.

ARTICLE - V

INITIAL AND PRINCIPAL REGISTERED OFFICE AND AGENT

The initial and principal/registered office of this Corporation shall be at : 86 GRAND CANAL DRIVE # 310, MIAMI, FLORIDA 33144 and the initial and principal registered agent of the Corporation shall be: Mr. RICHARD ILLA, who upon accepting this designation and agree to comply with the provisions of Section No. 48.091, Florida Status as amended from time to time, with respect to keeping an office open for service of process.

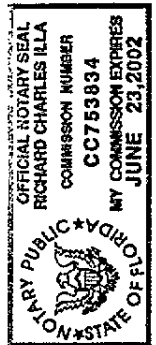
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ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of Two members. The number of Directors may be increased and / or decreased from time to time, by the mayoritory vote of the Stockholders. The number of Directors never shall be less than One (1) and no more than Five (5). The Names and addresses of the Directors constituing the initial Board of Directors are:

NAME	ADDRESS
1.- BRENDA ANDINO DIRECTOR	1201 SW 12 COURT MIAMI, FL 33135
2.- RICHARD ILLA DIRECTOR	1201 SW 12 COURT MIAMI, FL 33135



ARTICLE VII - INCORPORATOR

The Name and Address of the Incorporator signing these Articles of Incorporation is:

NAME	ADDRESS
RICHARD ILLA INCORPORATOR	1201 SW 12 COURT MIAMI, FL 33135.

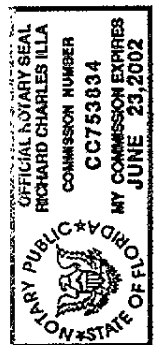

INCORPORATOR


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ACCEPTANCE OF REGISTERED AGENT

Having been Named to accept Service of Process for : ANDINO'S, RICARDO & CO., INC.
at the place designated in the Articles of Incorporation. I, RICHARD ILLA, accept to act in
in this capacity, and agree to comply with the provisions of Section 48.091 relative to
keeping open said Office.

Miami-Dade County
State of Florida
Date: September 9th, of 1999




RICHARD ILLA
Registered Agent.