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Secretary of State
Corporate Records Bureau
Div. of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314.

100002985071--5
-09/13/99-01086-006
****122.50 ****78.75

Re: PAFER Corporation

Gentlemen / Ladies:

Enclosed please find my Trust Account check
in the amount of \$122.50, together with one copy of
the Articles of Incorporation.

Kindly return one certified copy to the undersigned.

Sincerely



Laurence J. Rohan.

FILED
1999 SEP 13 PM 4:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attal

FILED

1999 SEP 13 PM 4: 57

CERTIFICATE OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PAFER CORPORATION

Article 1. Name of Corporation:

The name of the corporation shall be *PAFER CORPORATION*

Article 2. General Nature of the Business:

The general nature of the business is to engage in any lawful business permitted under the Constitution and Statutes of the State of Florida.

Article 3. Stock:

The total number of shares authorized is 60 shares of common stock without par value, which stock shall be fully paid and non-assesable. Such stock may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors thereof, and may be paid for in cash, labor or service.

Article 4. Capital:

The number of shares with which this corporation shall commence business is 60 shares of common stock without par value, and the amount of capital with which this corporation shall commence business shall not be less than \$500.00.

Article 5. Term:

The corporation shall continue perpetually, Unless sooner dissolved according to law.

Article 6. Corporation's Principal Office and Initial Registered Agent:

The corporation's principal office shall be located at: *1518 Blue Rd. Coral Gables, Fl. 33146* and the name of the initial Registered Agent is:

LAURENCE J. ROHAN located at: *4675 Ponce de Leon Blvd, Suite 302
Coral Gables, FL. 33146*

Article 7. Directors:

The business of the corporation shall be conducted by a Board of Directors, the number of which directors shall be fixed by the stockholders at any regular or called meeting, but the number of directors shall not be less than one nor more than seven. A majority of the Board shall constitute a quorum. The members of the Board of Directors shall be elected at the annual meeting of the stockholders, and the several officers, as the case may be, provided for in the by-laws, shall be elected by the Board of Directors at a meeting held immediately after the adjournment of the annual stockholders meeting.

Article 8. First Board of Directors:

The name and post office address of the first Board of Directors, who, subject to the provisions of this certificate of incorporation, the by-laws of the corporation and the Statutes of the State of Florida, shall hold office for the first year of the corporation's existence, or until his successor has been elected and qualified, as follows:

ANDRES PAZOS
GRECIA PAZOS

Articles 9. Subscribers:

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The names and places of residence of the subscribers to the capital stock and the number of shares subscribed for by each are as follows:

Laurence J. Rohan 5 shares.

Article 10. Officers:

The name and post office address of the officer, who subject to the provisions of this certificate of incorporation, the by-laws of the corporation and the Statutes of the State of Florida, shall hold office for the first year of the corporation's existence, or until his successor has been elected and qualified is as follows:

ANDRES PAZOS - Pres.

1518 Blue Rd.

Coral Gables, Fl. 33146

GRECIA PAZOS - Sec/Treas.

1518 Blue Rd.

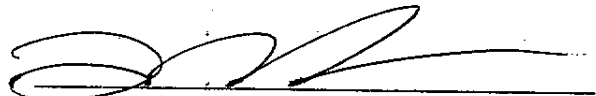
Coral Gables, Fl. 33146

Article 11. Reservation:

The corporation reserves the right to amend, alter, change or repeal any provisions contained in this certificate of incorporation, and all rights conferred upon stockholders are granted subject to this provision.

I, THE UNDERSIGNED, being the original subscriber to the capital stock hereinabove named for the purpose of forming a corporation to do business within and without the State of Florida, and in pursuance of the Revised Corporation Law of the State of Florida, General Act 1925, and all amendments thereto, do make and file this certificate hereby declaring and certifying that the facts herein stated are true, and do agree to take the number of shares stock hereinabove set forth, and have accordingly set my hand and seal this 7th day of September, 1999.

Signed, sealed and delivered
in the presence of:



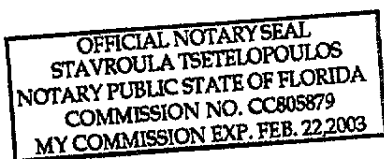
(SEAL)


STATE OF FLORIDA)

COUNTY OF DADE)

ON THIS DAY personally appeared before me, the undersigned authority, LAURENCE J. ROHAN, and he acknowledged before me that he executed the foregoing petition for the purpose stated therein.

WITNESS my hand and official seal, at Miami, Dade County, Florida this 7th day of September, 1999.




NOTARY PUBLIC STATE OF
FLORIDA

My commission expires:

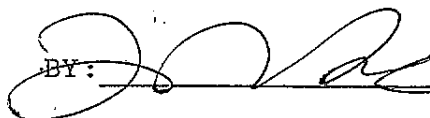
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,
in compliance with said Act:

First....That PAKER CORPORATION
desiring to organize under the laws of the State of FLORIDA
with its principal office, as indicated in the articles of incorporation
at City of Miami County of Miami-Dade, State of
FLORIDA has named LAURENCE J. ROHAN
located at 4675 Ponce de Leon Blvd, Suite 302
(Street address and number of building, Post Office Box
address not acceptable)
City of Coral Gables, County of Miami-Dade,
State of Florida, as its agent to accept service of process within this
state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby accept to
act in this capacity, and agree to comply with the provision of said Act
relative to keeping open said office.

BY: 
(Resident Agent)

1999 SEP 13 PM 4:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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