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CERTIFIED PUBLIC ACCOUNTANTS
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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September 21, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

100002985321--4
-09/13/99-01107-003
*****78.75 *****78.75

Attn: Doris Brown
REF: W99-21395

Re: Etruria Investments Corp.

Dear Ms. Brown:

Enclosed please find the Articles of Incorporation of Etruria Investments Corp. Please note that these Articles supercede the previous ones sent for Tuscany Investments Corp. The filing fee for \$78.75 is currently in escrow held by your office. Once processed, please forward to Leonardo Gravier at the following address:

Leonardo Gravier
C/O Verdeja & Gravier
150 Alhambra Circle
Suite 800
Coral Gables, FL 33134

Should you have any questions, or if I may be of further assistance, do not hesitate to contact our office.

Very truly yours,
Verdeja & Gravier


Leonardo Gravier

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

784,2544,2550
W99-21395

D. BROWN SEP 24 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 16, 1999

ALEJANDRO D. GRAVIEW
C/O VERDEJA & GRAVIER
150 ALHAMBRA CIRCLE, STE. 800
CORAL GABLES, FL 33134

SUBJECT: TUSCANY INVESTMENTS CORPORATION
Ref. Number: W99000021395

We have received your document for TUSCANY INVESTMENTS CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 899A00045734

ARTICLES OF INCORPORATION

ETRURIA INVESTMENTS CORP.

ARTICLE I - NAME

The name of the corporation is:

ETRURIA INVESTMENTS CORP.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the Laws of the State of Florida. Corporate existence shall commence at the time of filing of the Articles by the Department of State, State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock which shall be designated "COMMON SHARES."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE OF THE CORPORATION

The street address of the initial registered office of this corporation is 6611 Leonardo Street, Coral Gables, Florida 33146 and the name of the initial registered agent of this corporation at that address is Claudio Pastor, Jr. The principal office of the corporation will be 6611 Leonardo Street, Coral Gables, Florida 33146.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

Claudio Pastor, Jr. 6611 Leonardo Street
 Coral Gables, Florida 33146

Diego Cagol 1420 Lugo Avenue
 Coral Gables, FL 33156

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is:

Claudio Pastor, Jr.

6611 Leonardo Street

Coral Gables, Florida 33146

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors or the holders of not less than one tenth of all the shares entitled to vote at the meeting.

ARTICLE XI - SHAREHOLDER QUORUM AND VOTING

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XII - APPROVAL OF
SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

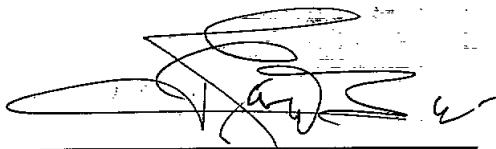
ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In Witness Whereof, the undersigned subscriber has executed these articles of incorporation this 21st day of Sept., 1992.



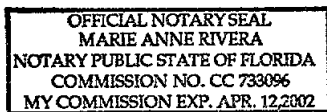
Claudio Pastor, Jr.


STATE OF FLORIDA)
-)
COUNTY OF DADE)

SS:

BEFORE ME, a notary public authorized to take acknowledgement in the state and county set forth above, personally appeared Claudio Pastor, Jr., known to me and known by me to be the person who executed the foregoing articles of incorporation, and he (they) acknowledged before me that he (they) executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and affixed my official seal in the State and county aforesaid, this 21st day of Sept.






NOTARY PUBLIC, State of Florida
at Large

My commission expires: _____

I, the undersigned, having been named as initial registered agent of the corporation in the foregoing articles of incorporation hereby accept said office and will serve in said capacity.



Claudio Pastor, Jr.
REGISTERED AGENT

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TALLAHASSEE, FLORIDA