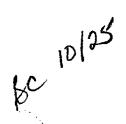
P99000093629 KIMIRO INTERNATIONAL, INC.

October 22, 1999	<u>*</u> ,
Ms. Bobbie Cox	1000030234313 -10/25/9901001009 *****78.75 *****78.75
Division of Corporations 409 East Gaines St. Tallahassee, FL32399	**************************************
Dear Ms. Cox	
Enclosed is a replacement check in the amount of \$78.75 FINANCIAL, INC. I do apologize for the wrong check to number is printed on the check).	5 for the filing fee for KIMIRO being sent (an incorrect account
Thank you for your help.	
Sincerely,	1999 C SECR TALLA
Donna Goldstein Vice President/Administration	FILED OCT 25 PN 12: 01 RETARY OF STATE ANASSEE, FLORIDA





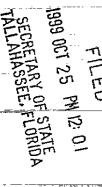
18060 WEST DIXIE HIGHWAY, #202 • AVENTURA, FL • 33160 PHONE: 305.692,9111 • FAX: 305.933_8076

ARTICLES OF INCORPORATION

- of -

KIMIRO FINANCIAL, INC.

I, THE UNDERSIGNED, natural person of legal age, acting as incorporator of a corporation under the laws of the State of Florida, adopt the following articles of incorporation for such corporation.



ARTICLE I

The name of this corporation is **KIMIRO Financial**, Inc.

ARTICLE II

The address of the principal place of business is 18060 West Dixie

Highway, Suite 202, Aventura, FL 33160.

ARTICLE III

This corporation is being organized for the purpose of engaging in any activities or business permitted by the laws of the State of Florida and the United States of America.

ARTICLE IV

This corporation is authorized to issue 1,000 shares of \$.10 par value common stock which shall be designated "Common Shares."

ARTICLE V

The address of the initial registered office of the corporation is:

18060 West Dixie Highway, Suite 202, Aventura, FL 33160 and the name of the initial registered agent is Kimball H. Dunton.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is three and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Kimball H. Dunton

18060 West Dixie Highway Suite 202 Aventura, FL 33160

18060 West Dixie Highway Ronald A. Goldstein Suite 202 Aventura, FL 33160 Michael Linde 18060 West Dixie Highway Suite 202 Aventura, FL 33160 The secretary/treasurer for the corporation shall be: Donna Goldstein 18060 West Dixie Highway Suite 202 Aventura, FL 33160 The name and address of the incorporator is: Kimball H. Dunton 18060 West Dixie Highway Suite 202 Aventura, FL 33160 IN WITNESS WHEREOF, the incorporator has hereinto set his hand this 20th day of October, 1999. Signature of Incorporator STATE OF FLORIDA COUNTY OF DADE Before me personally appeared Kimball H. Dunton to me known and known to me to be the person described in and who executed the foregoing



instrument, and he acknowledged to and before me that he executed said document for the purposes

therein expressed.

ORIGINAL APPOINTMENT OF REGISTERED AGENT

The undersigned, being at least a majority shareholder KIMIRO Financial, Inc., hereby appoint Kimball H. Dunton to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served.

The complete address of the agent is: 18060 West Dixie Highway, Suite 202, Aventura, FL 33160

Date: /0/20/99

(Incorporator)

I ACCEPT APPOINTMENT

1999 OCT 25 PN 12: 01 SECRETARY OF STATE TALLAHASSEE, FLORID