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6875 CASSIA PLACE
MIAMI LAKES, FL 33014
MAY 18, 2000

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

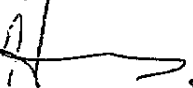
Subject: BATHROOM JEWELS, INC.

100003298981--5
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*****78.75 *****78.75

Gentlemen:

Enclosed is an original and one copy of the articles of incorporation and a check for \$78.75.

Very truly yours,



ANGEL SUAREZ
6875 Cassia Place
Miami Lakes, FL 33014
(305) 887-9471 Ext. 12

00 JUN 21 PM 5:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

EFFECTIVE DATE
8-1-00

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EFFECTIVE DATE
8-1-00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BATHROOM JEWELS, INC.

WE, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, and under the statute of the State of Florida providing for the formation rights, privileges, immunities and liabilities of incorporating for profit, it is:

GENERAL TRADE

ARTICLE I

The name of the corporation shall be: BATHROOM JEWELS, INC.

ARTICLE II

The Corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

The effective date of this Corporation is AUGUST 1, 2000

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock, and which common stock shall be of (shall have a par value of \$1.00 per share)

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the by-laws of written agreement among the stockholders which shall be on file in the office of the offices of the corporation so named in Article VII herein.

The by-laws may provide for commutative voting by stockholders at all elections of the directors of the corporation.

ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address and registered offices of the corporation in the State of Florida shall be 6875 CASSIA PLACE, MIAMI LAKES, FL 33014

The Board of Directors may from time to time move the principal offices to any other address within the State of Florida. The registered agent is:

ALEX TORRENTE

Address:

6875 CASSIA PLACE
MIAMI LAKES, FL 33014

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of not less than (2) nor more than (5) directors. A quorum for the holding of a meeting of the Board of Directors, and for the transaction of any business properly carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But, the directors, by unanimous consent in writing included in the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made and as though the said act had been completed and authorized at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee".

ARTICLE IX

The names and post office addresses of the members of the first Board of Directors

and state of corporate officers are as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
CHARLES W. DENTON	PRESIDENT	300 HOSTOS AVENUE SAN JUAN, PUERTO RICO 00918
ANGEL SUAREZ	SECRETARY-TREASURER	6875 CASSIA PLACE MIAMI LAKES, FL 33014

ARTICLE X

The names and post office addresses of the subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

Name Value	Address	Shares	Cash
CHARLES W. DENTON	300 HOSTOS AVENUE SAN JUAN, PR 00918	250	250.00
ANGEL SUAREZ	6875 CASSIA PLACE MIAMI LAKES, FL 33014	250	250.00

ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under *1244 of the Internal Revenue Code in order for the stockholders of the corporation may receive the benefits thereunder.

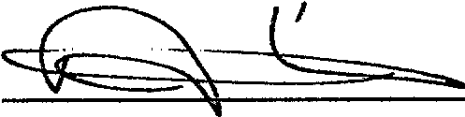
IN WITNESS WHEREOF: We have hereunto set our hands and seals this

18th

day of MAY, 2000



CHARLES W. DENTON

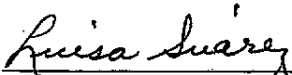


ANGEL SUAREZ

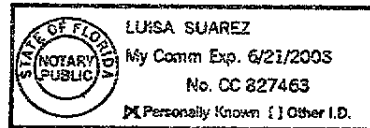
STATE OF FLORIDA

COUNTY OF MIAMI DADE

Sworn to and subscribed before me this 18th day of May, 2000.



LUISA SUAREZ, NOTARY PUBLIC



STATE OF FLORIDA
DEPARTMENT OF STATE

**Certificate Designating Place of Business or Domicile for the Service of
Process Within this State, Naming Agent Upon Whom Process May be
Served and Names and Addresses of the Officers and Directors.**

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

BATHROOM JEWELS, INC.

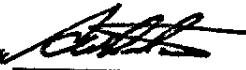
a corporation organized (or organizing) under the laws of the State of
Florida with in its principal office at 6875 CASSIA PLACE, MIAMI LAKES,
FLORIDA, 33014 , has named ALEX TORRENTE , located at
6875 CASSIA PLACE, MIAMI LAKES, State of Florida, as its
agent to accept service of process within this state.

OFFICERS:

Name	Title	Specific Address
CHARLES W. DENTON	PRESIDENT	300 HOSTOS AVENUE SAN JUAN, PR 00918
ANGEL SUAREZ	SECRETARY-TREASURER	6875 CASSIA PLACE MIAMI LAKES, FL 33014


DIRECTORS:

Specific Address

By 
Corporate Officer CHARLES W. DENTON

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.


Resident Agent ALEX TORRENTE

FILED
00 JUN 21 PM 5:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA