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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

AMERICAN FINANCE VENTURE CAPITAL, CORP.

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ARTICLES OF INCORPORATION
OF
AMERICAN FINANCE VENTURE CAPITAL, CORP.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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THE UNDERSIGNED do hereby associate themselves for the purpose of forming a corporation under the laws of the State of Florida, and do hereby certify as follows:

ARTICLE I - NAME

The name of the Corporation shall be:

AMERICAN FINANCE VENTURE CAPITAL, CORP.

ARTICLE II-EFFECTIVE DATE

EFFECTIVE DATE
01-03-05

Effective date 3rd, day of January 2005.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this corporation is:

To carry on and engaged in services and activities associated with decisions making in the public and private sector.

To carry on and engaged in any other lawful business, to purchase, or otherwise acquire, financing, consulting, and to own, mortgage, pledge, sell, convey, assign, transfer, or otherwise dispose of, and to invest in and hold real or personal property, of every class, kind, and description.

To carry on and engage in the business of developing, manufacturing, distributing, exporting, marketing and selling all type of products, domestically and abroad.

To carry on and engage in the business of acquiring, leasing, purchasing, developing, managing and selling and/or construction, remodeling,

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buy/sell, import of durable and non-durable goods machinery, real estates, including and all act necessary and/or related thereto. Metal fabrications, metal designs, stones designs, construction, remodeling, buy/sell, import and/or export of durable and non-durable goods, machinery, real estate, marble, tiles including any and all acts necessary and/or related thereto.

This company may buy shares of stock of any foreign and/or national companies throughout the world, and all types of investments in any business activity.

To carry on and engage in any business or activity which may be authorized and permitted by virtue of laws of the United States of America and the State of Florida.

ARTICLE IV – CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the following manner, to wit: 10.000.000.- (TEN MILLION) shares of common stock, having no par value.

ARTICLE V – POWERS

The powers of the Corporation shall include all those conferred by the bylaws of the Corporation and the laws of the State of Florida.

ARTICLE VI – TERM OF EXISTENCE

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.

ARTICLE VII – PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be:

2828 Coral Way, Suite 308
Miami , Florida 33145

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ARTICLE VIII – MAILING ADDRESS

The mailing address of the Corporation shall be:

2828 Coral Way, Suite 308
Miami, Florida 33145

ARTICLE IX – REGISTERED AGENT AND OFFICE

The Registered Agent for the Corporation shall be Agustin Barres, and the Registered Office shall be located at: 2828 Coral Way, Suite 308, Miami, Florida 33145 or such other person or such other place as the Director or Board of Directors may, from time to time, direct with appropriate notice being given to the Secretary of State, in accordance with the applicable Florida Statutes.

ARTICLE X – OFFICERS AND MANAGEMENT

The affairs of the Corporation shall be managed by its officer and/or officers, subject to the provisions of these Articles of Incorporation and in accordance with the bylaws of the Corporation. The Officers of the Corporation may consist of a President, Vice President, Secretary and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire, choose to elect. The name and address of the officer or officers who shall serve until the first election by the Board of Directors shall be as follows:

NAME	OFFICE	ADDRESS
Agustin Barres	President	2828 Coral Way, Suite 308 Miami, Florida 33145

ARTICLE XI – BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors which shall consist of one (1), but not more than five (10) people.

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ARTICLE XII – INITIAL DIRECTOR OR DIRECTORS

The name and address of the person or people who shall serve as the Initial Director or Board of Director until the first annual meeting of the Corporation, or until his or their successor or successor are elected and are qualified, shall be as follows:

NAME	OFFICE	ADDRESS
Agustin Barres	President	2828 Coral Way, Suite 308 Miami, Florida 33145

ARTICLE XIII – INCORPORATOR OR INCORPORATORS

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation are as follows:

NAME	OFFICE	ADDRESS
Agustin Barres	President	2828 Coral Way, Suite 308 Miami, Florida 33145

ARTICLE XIV – INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in connection with any proceedings to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such Director or Officer may be Entitled.

ARTICLE XV – VOTING RIGHTS

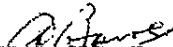
That except as may otherwise be provided by law, the local voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

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ARTICLE XVI - BYLAWS

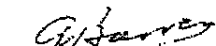
The original bylaws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders are present, and thereafter the bylaws of the Corporation may be amended, altered or rescinded by the vote of the Shareholders of the Corporation. Amendments to the bylaws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the bylaws and as may be provided under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida, This 3rd day of January, 2005.


Agustin Barres

CERTIFICATE ACCEPTING DESIGNATION AS REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of AMERICAN FINANCE VENTURE CAPITAL, CORP., and agree to serve as its Registered Agent, to accept service of process within the State as its Registered Office located at: 2828 Coral Way, Suite 308, Miami, Florida 33145


Agustin Barres

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