

P 99000026/79

Requestor's Name

 MIGUEL GORRIAS
 12365 S.W. 18TH ST.

 Miami, Fl 33175

100002807271--7
 -03/16/99--01013--012
 ****122.50 *****78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Ambar Group, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|-----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

FILED
 99 MAR 16 AM 10:13
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

PH
 3/22/99

Examiner's Initials

FILED
99 MAR 16 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AMBAR GROUP, INC.

The undersigned subscribers to these Articles of Incorporation, for the purpose of forming a corporation, under the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME AND ADDRESS

The name of the Corporation shall be: AMBAR GROUP, INC. and its principal place of business shall be:

12365 S.W. 18th St., APT. 315
MIAMI, FL 33175

ARTICLE II NATURE OF BUSINESS

The purpose of this corporation is to engage in the business of:

a) Publicity and promotional activities intended to create better business, or personal image, to increase products or service demand, and to highlight social and cultural events for profit and non-profit organizations, etc., etc.

b) To purchase, lease, rent, sell, hold and otherwise acquire and dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida, and in all other states and countries.

c) To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 200 shares of stock at \$1.00 par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The Corporation shall have (3) directors, initially. The number of directors may be increased or diminished from time to time through the by-laws adopted by the stockholders. The names of the members of the first board of directors are:

| NAME | |
|------------------|----------------|
| ALEXANDRA MERINO | PRESIDENT |
| MIGUEL GORRIAS | VICE-PRESIDENT |
| ISABEL MERINO | SECRETARY |

ARTICLE VI INCORPORATOR(S)

The name and address of the incorporator shall be:

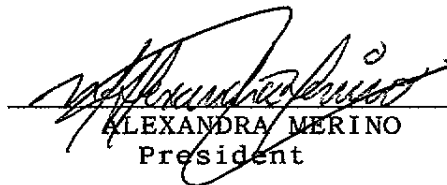
| | |
|------------------|----------------------------|
| ALEXANDRA MERINO | 12365 S.W. 18 ST. APT. 315 |
| | MIAMI, FL 33175 |

ARTICLE VII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereof.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of Mar., 1999.

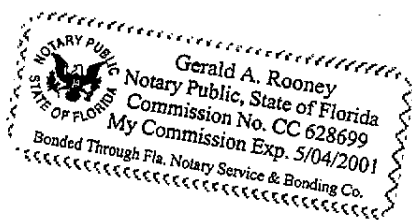
Signature of Incorporator:

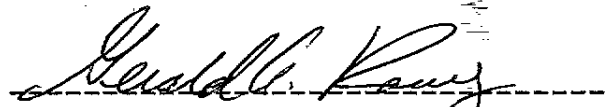

ALEXANDRA MERINO
President

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared, ALEXANDRA MERINO, who after first being duly sworn, deposes and states that she executed the above and foregoing Articles of Incorporation on her own free will, and for the purposes therein expressed.

WITNESS MY HAND AND SEAL in Miami, Miami-Dade County, Florida, this 12 day of Mar., 1999.




Notary Public, State of Florida
At Large

My Commission Expires: 5/04/2001

FILED
99 MAR 16 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the State of Florida.

1.-The name of the corporation is:

AMBAR GROUP, INC.

2.-The name and address of the registered agent and office is:

**MIGUEL GORRIAS
12365 S.W. 18TH ST.
Miami, Fl 33175**

Signature



Title

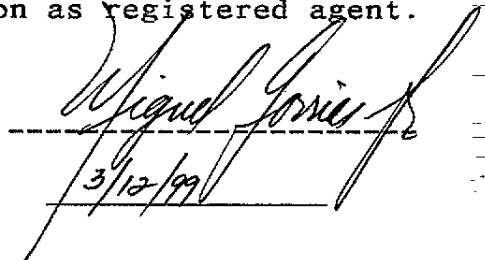
(Corporate Officer)
President

Date

3/12/99

Having been named as registered agent and to accept service of process for the above corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and accept the obligations of my position as registered agent.

SIGNATURE



DATE

3/12/99