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To: Division of Corporations
Fax Number : (950) 205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR P.A.

beata holding's inc.

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ARTICLES OF INCORPORATION
OF
BEATA HOLDING'S INC.

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ARTICLE I - NAME

The name of this corporation is BEATA HOLDING'S INC..

ARTICLE II - DURATION

The period of its duration shall be perpetual.

ARTICLE III - PURPOSE

The purpose is to engage in any activity or business permitted
under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 3000 shares, all of one class,
at \$1.00 per share value.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent and office
of this corporation is as follows:

Stuart J. Edelman, Esq.
1320 South Dixie Highway, Suite 450
Coral Gables, FL 33146

Prepared by Stuart J. Edelman, Esq.
1320 S. Dixie Highway, Suite 450
Coral Gables, FL 33146
(305) 669-8181
FL Bar No: 104023

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The corporate address is:

Airport Executive Tower II
7270 NW 12th Street, #760
Miami, FL 33126

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The initial board of directors is:
Rafael Mejia-8712 NW 170th Terrace
Miami, FL 33018

ARTICLE VII - INCORPORATOR


The name and address of the Incorporators signing these Articles of Incorporation are:

Rafael Mejia
8712 NW 170th Terrace
Miami, FL 33018

ARTICLE VIII - AMENDMENT OF ARTICLES

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 Incorporators have executed these Articles of Incorporation this 28 day of September, 2002.

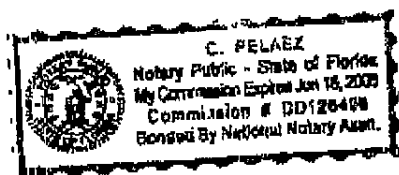

Rafael Mejia

STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared, RAFAEL MEJIA, to me known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged to and before me that he executed such instrument.

The foregoing instrument was acknowledged before me this 28 day of September, 2002, by Rafael Mejia, who is personally known to me or who has produced driver licenses number M200-01659-288-0 as identification and who did not take an oath.

(SEAL)





NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

C. Pelaez

Print Name

My Commission Expires: Jan 16, 2006

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

BEATA HOLDING'S INC.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT BEATA HOLDING'S INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT MIAMI, FLORIDA, HEREBY NAMES,
STUART J. EDELMAN, ESQ., LOCATED AT 1320 SOUTH DIXIE HIGHWAY,
SUITE 450, CORAL GABLES, FL 33146 AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

DATE: 7/28/02


STUART J. EDELMAN, ESQ.
Registered Agent

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