

JAN. -11' 00 (TUE) 15:30 BILZIN, SUMBERG, ET. AL

P. 001

Division of Corporations

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**FLORIDA PROFIT CORPORATION OR P.A.**

**MONDOPOLITAN, INC.**

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ARTICLES OF INCORPORATION  
OF  
MONDOPOLITAN, INC.

ARTICLE I -- NAME

The name of this corporation is MONDOPOLITAN, INC.

ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

3155 NW 82<sup>nd</sup> Avenue  
Miami, Florida 33122.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is Two Hundred Million (200,000,000) shares of common stock, all of which are to have a par value of \$.0001.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

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

3155 NW 82<sup>nd</sup> Avenue  
Miami, Florida 33122;

*This instrument prepared by:*  
Frank Guerra, Esquire  
Florida Bar No. 081219  
BILZIN SUMBERG DUNN PRICE & AXELROD LLP  
2500 First Union Financial Center  
Miami, Florida 33131-2336  
Telephone: 305-374-7580

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and the name and address of the initial registered agent of this corporation are:

<u>Name</u>	<u>Address</u>
Jason Zabaleta	3155 NW 82 <sup>nd</sup> Avenue Miami, Florida 33122.

#### ARTICLE VI -- COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

#### ARTICLE VII -- INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

<u>Name</u>	<u>Address</u>
Jason Zabaleta	3155 NW 82 <sup>nd</sup> Avenue Miami, Florida 33122.

#### ARTICLE VIII -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

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ARTICLE IX -- INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the 17th day of December, 1999.

  
Jason Zabaleta, Incorporator

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