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TRANSMITTAL LETTER

FILED

00 MAR 31 PM 12: 01

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-03/31/00--01072--024
*****78.75 *****78.75

SUBJECT: TEENAGERS. NET, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: I LEANA ARIAS TOVAR, Esq.
Name (Printed or typed)

9900 Stieling Rd. Suite 240
Address

Cooper City, Florida 33024
City, State & Zip

(954) 364-6266
Daytime Telephone number

I LEANA TOVAR, GAVE

AUTHORIZATION BY PHONE TO

COPY Delete/Deconstruct corp
name -

DATE PH

NOTE: Please provide the original and one copy of the articles.

W 9059
PH 4/15/00

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of the corporation shall be: TEENAGERS.NET, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

9581 Fontainebleau Boulevard, # 106
Miami, FL 33172

ARTICLE III: PURPOSE

This corporation is organized for the purpose of providing consulting services and organizing artistic and musical events, representation and management of musical bands, singers and other artists, as well as other related matters of the media and the show business industries and all lawful business.

ARTICLE IV: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND (1,000) shares of US\$1.00 par value each

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Ileana Arias Tovar, Esq.
The Centre Building
9900 Stirling Road, Suite 240
Cooper City, Florida

ARTICE VI: INITIAL BOARD OF DIRECTORS AND OFFICERS

The corporation shall initially have two (2) Directors and two (2) Officers to hold office until the first annual meeting of stockholders or Directors, respectively, and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death.

The number of Directors may increase in accordance with the procedure stated in the By-Laws of the corporation. The number of Officers may also increase or decrease in accordance with the procedure stated in the By-Laws of the corporation.

The name and address of the initial directors are:

José Luis Morin: 9581 Fontainebleau Boulevard # 106, Miami, FL 33172

Veronica M. Dos Santos: 9581 Fontainebleau Boulevard # 106, Miami, FL 33172

The names of the initial Officers are:

José Luis Morin, President and Treasurer: 9581 Fontainebleau Blvd., # 106, Miami, FL 33172

Veronica M. Dos Santos: Vice-president and Secretary: 9581 Fontainebleau Boulevard # 106, Miami, FL 33172

ARTICLE V: INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Ileana Arias Tovar, Esq.
The Centre Building
9900 Stirling Road. Suite 240
Cooper City, Florida 33024

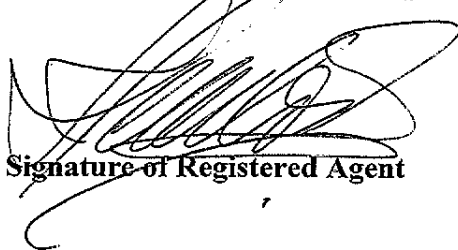


Signature of Incorporator

Date: March 6, 2000

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated 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 I am familiar with and accept the obligations of my position as registered agent.



Signature of Registered Agent

Date: March 6, 2000