ONE BISCAYNE TOWER, SUITE 3599
TWO SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131

TELEPHONE (305) 374-0501 FACSIMILE (305) 372-8068

April 27,2000

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

re: MOSAICOS.COM, Inc.

FILED
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Dear Sir/Madam:

Enclosed for filing is an original and one copy of Articles of Incorporation for the above referenced company.

Additionally, payment is also enclosed in the amount of \$122.50 in payment of the filing fees.

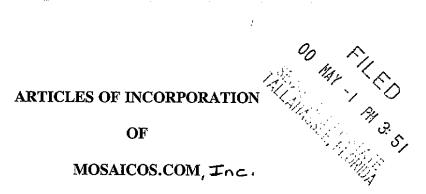
Should you have any questions please contact the undersigned at the address as noted above.

Very truly yours,

Janet Reed

Paralegal

5.2.62



The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE 1

The name of the corporation is MOSAICOS.COM, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State for the State of Florida.

<u>ARTICLE IV</u>

The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida General Corporation Act of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is One thousand (1,000) shares of capital stock, \$.001 par value per share, which capital stock is designated as Common Stock.

Prepared by: Mark J. Bryn FL Bar # 321842 2 S. Biscayne Blvd. Suite 3599 Miami, FL 33131 (305) 374-0501

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation shall be one (1). The number of directors may be increased or diminished from time to time by a vote of the shareholders, but shall never be less than one (1). The name and address of the initial director of this corporation are:

Linda Vivas Santeusanio - President/Director 951 Belle Meade Island Drive Miami, Florida 33138

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

Mark J. Bryn 2 South Biscayne Blvd. Suite 3599 Miami, Florida 33131

ARTICLE VII

The name and address of the initial registered agent and the initial registered office are:

Mark J. Bryn 2 South Biscayne Blvd. Suite #3599 Miami, Florida 33131

ARTICLE VIII

The initial by-laws of the corporation shall be adopted by the directors. Thereafter, by-laws of the corporation may be adopted, altered, amended or repealed from time to time only by the shareholders of the corporation.

Prepared by: Mark J. Bryn FL Bar # 321842 2 S. Biscayne Blvd. Suite 3599 Miami, FL 33131 (305) 374-0501

ARTICLE IX

The principal place of business and mailing address of this corporation is:

951 Belle Meade Island Drive Miami, Florida 33138

EXECUTED at Miami, Florida, this 27th day of ______, 2000.

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In accordance with Section 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof:

> MOSAICOS.COM, desiring to organize under the laws of the State of Florida, hereby designates Mark J. Bryn as its registered agent and 2 South Biscayne Boulevard, Suite #3599, Miami, Florida 33131, as its registered office.

ACCEPTANCE

Having been named as Registered Agent for the above-named corporation, I hereby agree to act in such capacity for such corporation at its registered office.

Mark J. Bryn

Prepared by: Mark J. Bryn FL Bar # 321842 2 S. Biscayne Blvd. Suite 3599 Miami, FL 33131 (305) 374-0501