

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Boulevard International, Inc.

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*****78.75 *****78.75

File 1st

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

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00 DEC 12 PM 4:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH DEC 12 2000

ARTICLES OF INCORPORATION
of
Boulevard International, Inc.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: Boulevard International, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand shares (1,000) of one Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

| | | |
|-------------------------------------|---------|------------|
| NAME: Boulevard International, Inc. | | |
| ADDRESS: 100 East Broward Boulevard | | |
| CITY: Ft. Lauderdale | FLORIDA | ZIP: 33301 |

The name and street address of the Initial Registered Agent of this Corporation is:

| | | |
|---------------------------------|---------|------------|
| NAME: Diane J. Mackey | | |
| ADDRESS: 100 East Broward Blvd. | | |
| CITY: Ft. Lauderdale | FLORIDA | ZIP: 33301 |

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

| | | |
|--|---------|------------|
| NAME: Pio Gallo-Rada | | |
| ADDRESS: 575 West 50th Street | | |
| CITY: Miami Beach | FLORIDA | ZIP: 33140 |
| NAME: Marcelo R. Galha and Chris Galha (h/w) | | |
| ADDRESS: 1540 Cleveland Road | | |
| CITY: Miami Beach | FLORIDA | ZIP: 33141 |

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

| | | |
|---------------------------------|---------|------------|
| NAME: Diane J. Mackey | | |
| ADDRESS: 6129 Deltona Boulevard | | |
| CITY: Spring Hill, | FLORIDA | ZIP: 34606 |
| NAME: _____ | | |
| ADDRESS: _____ | | |
| CITY: _____ | FLORIDA | ZIP: _____ |

IN WITNESS WHEREOF, the undersigned subscriber(s) have excuted these Articles of Incorporation this 10th day of December, 2000.

Diane J. Mackey (Seal)

_____ (Seal)

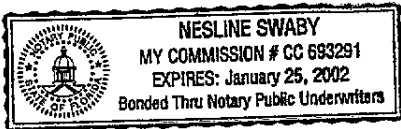
INDIVIDUAL ACKNOWLEDGMENT

State of Florida

County of HERNANDO)SS

The foregoing instrument was acknowledged before me this 11 day of DECEMBER, 2000
by DIANE J. MACKEY, who is personally known to me or who has produced
H. DRIVER'S License as identification and who did/did not take an oath.

Nesline Swaby
(Signature of Person Taking Acknowledgment)



(Name of Acknowledger Typed, Printed or Stamped)

(Title or Rank)

(Serial Number, if any)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT OF

Boulevard International, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation at **100 East Broward
Boulevard, Fort Lauderdale, FL 33301** has named **Diane J. Mackey** located at the aforesaid
address, its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

X Diane J. Mackey
(registered agent)

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