

TRANSMITTAL LETTER

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

SUBJECT: SC HOLDINGS INTERNATIONAL, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50 for the filing fee and certified copy.

From: Leonardo Campaniony
5213 NW 112 Place
Miami, Florida 33178

Daytime Telephone: (305) 463-0027

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch JAN 2 2001

ARTICLES
OF
INCORPORATION
OF
SC HOLDINGS INTERNATIONAL, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I:

The name of this Corporation is:

SC Holdings International, inc.

ARTICLE II: NATURE OF BUSINESS

The general nature of business and the object purposes to be transacted and carried on, are:

1.- Any and all lawful business.

2.- Sales of: flooring material and their installation, counter tops and their installation.

3.- And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated directly or indirectly, to promote the interest of the Corporation or enhance the value of its properties.

4.- And further, to borrow or raise money of any purposes of the Corporation. Also to secure the same interest, or for other purpose, to mortgage all or any property corporeal or incorporeal rights or franchise of this Corporation now owned or hereinafter acquired, and to create, issue, draw and accept bonds, mortgages, bills of exchange, notes or other negotiable interests.

ARTICLE III: CAPITAL STOCK

The maximum numbers of shares of stock that his Corporation is authorized to have outstanding any time is:

1000 Shares at \$1.00 (One Dollar) par value.

ARTICLE IV: AMOUNT OF CAPITAL

The amount of Capital with which this Corporation will begin business is not less that \$1,500 dollars

ARTICLE V: TERM OF EXISTENCE

This Corporation shall have perpetual existence.

Article VI: ADDRESS.

The initial Post Office address of the principal office of this Corporation in the State of Florida is:

5213 NW 112 PL Miami, Florida 33178

The Board of Directors may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States of the America.

ARTICLE VII: DIRECTORS

This Corporation shall have two directors initially. The number of Directors may increase or diminish from time to time by the Laws adopted by Stockholders meeting by a majority of the Stock entitled to vote thereon.

Article IX: Designation of Resident Agent

That Leonardo Campaniony residing at 5213 NW 112 PL Miami, Florida 33178 is hereby named Resident Agent for this Corporation, to be its agent and to accept services of process within the State of Florida.

ARTICLE X: INITIAL BOARD OF DIRECTORS.

The names and the Post Office addresses of the members of the First Board of Directors, who subject to the provisions of the Certificate of Incorporation, the bylaws and the Corporation Laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until his/their successor(s) are selected and have qualified, are:

Adrian Sincler President, Director
662 NW 123 CT.
Miami, Florida 33182

Leonardo Campaniony Vice President, Secretary, Treasurer, Director
5213 NW 112 PL
Miami, Florida 33178

ARTICLE XI: SUBSCRIBERS.

The names and Post Office addresses of each subscriber of this Articles of Incorporation, the number of shares of stock each agrees to take and the value and consideration thereof, are:

Adrian Sincler 500 Shares
662 NW 123 CT.
Miami, Florida 33182


Leonardo Campaniony 500 Shares
5213 NW 112 PL
Miami, Florida 33178

ACKNOWLEDGEMENT

Having been named to accept services of process for the named Corporation:

SC Holdings International, Inc. at the place designated in this Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open the said office.

BY:


Leonardo Campanion

We, the undersigned, being each and all of the original subscribers to the Capital Stock herein above named for the purpose of forming a Corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do respectively agree to take the number of shares of stocks herein above set forth as to each of us and accordingly have hereunto set our hands and seal on this date of December 7, 2000

BY:


Adrian Sincler

BY:


Leonardo Campanion