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FLORIDA PROFIT CORPORATION OR P.A.

GLOBALUNDERGROUND, CORP.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION
OF

GLOBALUNDERGROUND, CORP.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name of the Corporation shall be:

GLOBALUNDERGROUND, CORP.

The address of the principal office of this Corporation shall be: 4220 North 58th Avenue, Hollywood, Florida 33021, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having \$1.00 par value per share.

Prepared by: Law Offices of Trina Nemtsev, P.A.
20801 Biscayne Boulevard, Suite 505
Aventura, FL 33100
(305) 933-0523
Fl. Bar No.: 0086337

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ARTICLE IV. SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the right of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the corporation.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 20801 Biscayne Boulevard, Suite 505, Aventura, Florida 33180, and the name of the initial registered agent of the Corporation at that address is IRINA NEMTSEV, ESQ.

ARTICLE VI. TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VII. OFFICERS AND DIRECTORS

This Corporation shall have three [3] directors. The name and street address of the initial directors who shall hold office for the first year of the Corporation, or until his successor is elected or appointed is:

SCOTT NICHOLAS
Director/President
Treasurer

4220 North 58th Avenue
Hollywood, FL 33021

VLADIK NIKOLAEV
Director/Vice-President

427 Golden Isles Drive
Hallandale, FL 33007

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JACOB NOCHOLAS
Director/Secretary

201 186th Street
Sunny Isles, FL 33160

ARTICLE VIII. BY-LAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation.

ARTICLE IX. EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE X. AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ARTICLE XI. INCORPORATOR

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

Irina Nemtsev, Esq.

20801 Biscayne Boulevard
Suite 505
Aventura, FL 33180

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IN WITNESS WHEREOF, the undersigned subscribing incorporator
has hereunto set her hand and seal on this 3rd day of
January, 2001.

Irina Nemtsev
Irina Nemtsev, Esq.
Incorporator

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing Articles of Incorporation of GLOBALUNDERGROUND,
CORP. was acknowledged before me this 3rd day of January, 2001,
by Irina Nemtsev, Esq. who is personally known to me.

Mildred Elias
NOTARY PUBLIC
My Commission Expires:



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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

Irina Nemtsev
IRINA NEMTSEV, ESQ.

Date: January 3, 2001

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