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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

POSTO 5, INC.

| | |
|-----------------------|---------|
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01 MAR -6 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight MAR 06 2001

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ARTICLES OF INCORPORATION
OF
POSTO 5, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. - CORPORATE NAME

The name of the Corporation is POSTO 5, INC.

ARTICLE II. - CORPORATE DURATION

The duration of the Corporation is perpetual, and the Corporate existence is to commence upon the execution hereof.

ARTICLE III. - PURPOSE AND POWERS

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and to engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to any other business of the Corporation.

ARTICLE IV. - CAPITALIZATION

The aggregate number of shares the Corporation is authorized to issue is 1000. Such shares shall be of a single class and shall be without par value.

ARTICLE V. - REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the Corporation is 413 Washington Avenue, Miami Beach, FL 33139, and the name of its initial registered agent at such address is Myriam Fridman. The principal office and mailing address of the corporation is 413 Washington Avenue, Miami Beach, FL 33139.

This instrument prepared by:
Gary Silberman, Esq.
JONAS & SILBERMAN, P.A.
300 71st Street, Suite #405
Miami Beach, FL 33141
Florida Bar No. 0885230
Tel: (305) 866-7651

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ARTICLE VI. - DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation are two. The name and address of the person who is to serve as a member of the initial Board of Director is as follows:

Myriam Fridman
413 Washington Avenue
Miami Beach, FL 33139

Hernan Foye
413 Washington Avenue
Miami Beach, FL 33139

ARTICLE VII. - INCORPORATORS

The name and address of the incorporator is:

Myriam Fridman
413 Washington Avenue
Miami Beach, FL 33139

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Miami, Florida on the 20th day of February, 2001.


MYRIAM FRIDMAN

STATE OF FLORIDA:
COUNTY OF MIAMI-DADE:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared MYRIAM FRIDMAN and she acknowledged before me that she is the subscriber to these Articles of Incorporation and she has acknowledged that she has signed same on this 20th day of February, 2001, and who did take an oath.


Notary Public at Large, State
of Florida
My commission expires:

2



Gary Silbermann
Commission # 00811309
Expires Feb. 21, 2003
Bonded Thru
Atlantic Sealing Co., Inc.

H 0 1 0 0 0 0 2 3 8 4 9**ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT**

COMES NOW, MYRIAM FRIDMAN, and hereby acknowledges her appointment as the registered agent of POSTO 5, INC., and she is familiar with, and accepts, the obligations of that position.


MYRIAM FRIDMAN**FILED**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**H 0 1 0 0 0 0 2 3 8 4 9**