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ATTORNEYS AT LAW

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May 25, 2001

Secretary of State
State of Florida
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

800004336068--6
-05/31/01--01059--025
****122.50 *****78.75

Re: SOCIALITE, INC.

Dear Sir/Madame:

I am enclosing herewith an original and a copy of the Articles of Incorporation for the above-referenced corporation together with a check in the amount of \$122.50.

Please file the enclosed original Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Sincerely,


Laura de Oña, Esq.

LdO/maw

encls.

FILED
01 MAY 31 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
SOCIALITE, INC.

Prepared By: Laura de Oña, Esq.

Florida Bar No.: 606758

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

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be:

SOCIALITE, INC.

ARTICLE II

TERM

This corporation is to exist perpetually.

ARTICLE III

PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue is one hundred (100) shares of common stock being the only stock authorized to be issued and having a par value of one (\$1.00) dollar per share.

ARTICLE V

REGISTERED AGENT

The name and address of the initial registered agent of

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ATTORNEYS AT LAW • 75 Valencia Avenue • Fourth Floor • Coral Gables, FL 33134
TELEPHONE (305) 446-0640 • TELECOPIER: (305) 446-2570

this corporation is as follows: Sonia Frias, 12656 N.W. 7th Lane, Miami, Florida 33182. The Board of Directors may from time to time move the registered office to any other address in the State of Florida or replace the Registered Agent.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The business of the corporation should be managed by a Board of Directors consisting of not less than one (1) nor more than five (5) Directors. A quorum for the holding of a meeting of the Board of Directors and for the transaction of any business which will be properly done by the directors on behalf of the corporation shall consist of a majority of the members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made and as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an Executive Committee.

ARTICLE VII

INITIAL DIRECTOR

The name and address of the member of the initial Board of Directors who shall hold office for the first year of existence of the corporation, or until her successors are elected or appointed and have qualified is:

NAME	TITLE	ADDRESS
Sonia Frias	President/Secretary	12656 N.W. 7th Lane Miami, Florida 33182

ARTICLE VIII

INCORPORATOR

The name and post office address of the subscriber to the Articles of Incorporation, and the number of shares of stock that she agrees to take are as follows:

NAME	ADDRESS	NO.OF SHARES
Sonia Frias	12656 N.W. 7th Lane Miami, Florida 33182	100

ARTICLE IX

EFFECTIVE DATE

The effective date for the commencement of the existence of this corporation shall be on the date of filing the Articles of Incorporation.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation or any amendment hereto or any right conferred upon the shareholders as subject to this reservation.

ARTICLE XI

DIRECTORS AUTHORITY TO FIX COMPENSATION

The Directors shall have authority to fix compensation unless otherwise provided in the Articles of Incorporation or

By-laws.

ARTICLE XII

INFORMAL ACTION OF DIRECTORS

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XIII

PRINCIPAL OFFICE

The initial street address in the State of Florida of the principal office of this corporation is 12656 N.W. 7th Lane, Miami, Florida 33182. The corporation may change its principal office from time to time.

ARTICLE XIV

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida, this 24 day of May, 2001.

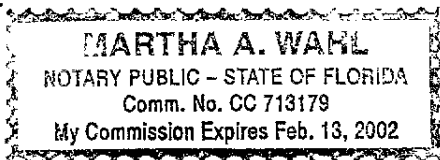


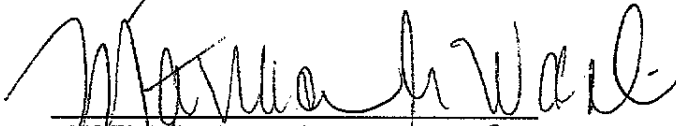
Sonia Frias

STATE OF FLORIDA)
 SS
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 **SONIA FRIAS**, to me well known to be the person described in and who executed the foregoing Registered Agent Certificate and acknowledged before me that she subscribed to said Certificate.

WITNESS my hand and official seal in the County and State above named this 24 day of May, 2001.





NOTARY PUBLIC, State of
Florida at Large

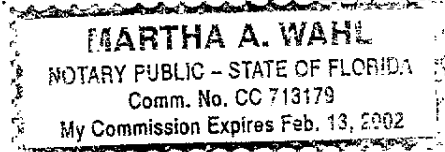
My Commission Expires:

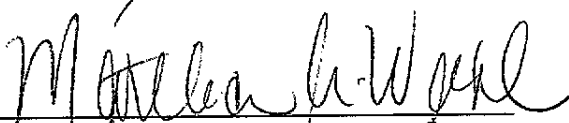
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01 MAY 31 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS
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 **Sonia Frias**, to me known to be the person described in and who executed the foregoing Articles of Incorporation as incorporator and acknowledged before me that she subscribed to said Articles of Incorporation.

WITNESS my hand and official seal in the County and State above named this 24 day of May, 2001.





NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:

REGISTERED AGENT

In pursuance of Chapter 48.092, Florida Statutes, the following is submitted in compliance with said Act:

That **SOCIALITE, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the County of Miami-Dade, State of Florida, has named **Sonia Frias**, 12656 N.W. 7th Lane, Miami, Florida 33182, as its agent to accept service of process within the State.



SONIA FRIAS