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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

CYBERGERENCIA, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
CYBERGERENCIA, INC.

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ARTICLE I - NAME

The name of this corporation is CYBERGERENCIA, INC.

ARTICLE II - DURATION

The period of its duration shall be perpetual.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 3000 shares, all of one class, at \$1.00 per share value.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent and office of this corporation is as follows:

Stuart J. Edelman, Esq.
1320 S. Dixie Highway
Suite 450
Coral Gables, FL 33146

Prepared By: Stuart J. Edelman, Esq.
1320 South Dixie Highway, Suite 450
Coral Gables, Florida 33146

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TALLAHASSEE, FLORIDA

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The corporate address is:
5769 NW 7th Street
Miami, Florida 33126

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The initial director is:

Manuel Varela
Calle El Limon Res. El Limon, PH-3C
El Cafetal, Caracas, Venezuela

ARTICLE VII - INCORPORATOR

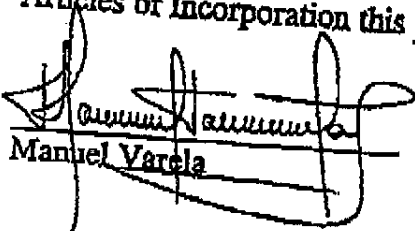
The name and address of the Incorporators signing these Articles of Incorporation is:

Manuel Varela
Calle El Limon Res. El Limon, PH-3C
El Cafetal, Caracas, Venezuela

ARTICLE VIII - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 18th day of June, 2001.

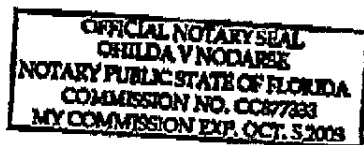

Manuel Varela

STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared, MANUEL VARELA, to me known to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged to and before me that they executed such instrument.

The foregoing instrument was acknowledged before me this 18th day of June, 2001 by MANUEL VARELA who has produced a Spanish Passport # 9901665 respectively as identification and who did not take an oath.

(SEAL)



My Commission Expires:

Childa V. Nodarse
NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

Childa V. Nodarse
Print Name

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT CYBERGERENCIA, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE
OF BUSINESS AT MIAMI, FLORIDA, HEREBY NAMES, STUART J. EDELMAN,
ESQ. LOCATED AT 1320 S. DIXIE HIGHWAY, SUITE 450, CORAL GABLES,
FLORIDA 33146 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO
THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATE:

June 18, 2001


Stuart J. Edelman, Esq.,
Registered Agent

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TALLAHASSEE, FLORIDA

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