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SPENCER & KLEIN
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

SUITE 1901
801 BRICKELL AVENUE
MIAMI, FLORIDA 33131

TELEPHONE (305) 374-7700
TELECOPIER (305) 374-4890

October 25, 2001

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

500004654935--3
-10/26/01--01049--001
*****78.75 *****78.75

Re: **Articles of Incorporation - ARTSA GROUP, INC.**
File No.: **4432.01**

Dear Sir or Madam:

Enclosed is an original and one (1) fully executed copy of the Articles of Incorporation for ARTSA GROUP, INC., together with a check in the amount of \$78.75. Please return a certified copy of the Articles of Incorporation to the undersigned in the enclosed Federal Express envelope.

Should you have any questions or concerns, please feel free to contact the undersigned.

Very truly yours,



Lori Schumacher

Encl.

FILED
01 OCT 26 PM 1:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE OCT 26 2001

**ARTICLES OF INCORPORATION
OF
ARTSA GROUP, INC.**

FILED
01 OCT 26 PM 1:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **ARTSA GROUP, INC.**, and its address is 8321 N.W. 68TH Street, Miami, Florida 33166.

ARTICLE II

The duration of the corporation shall be perpetual.

ARTICLE III

The general purposes for which the corporation is organized are:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 801 Brickell Ave., Suite 1901, Miami, Florida 33131, and the name of the initial registered agent at such address is Lori Schumacher.

ARTICLE VI

DIRECTORS

The number of directors constituting the Board of Directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial Board of Directors is one (1). The name and address of the person who is to serve as the member of the initial Board of Directors is:

Leopoldo Sanabria
8321 N. W. 68th St.
Miami, Florida 33166

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator is:

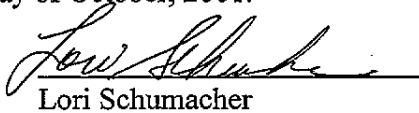
Lori Schumacher
Suite 1901
801 Brickell Avenue
Miami, Florida 33131

ARTICLE VIII

INDEMNIFICATION


The corporation shall indemnify each director, officer, and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit, or proceeding in which he may be involved, by reason of his being or having been an officer, director, or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 25th day of October, 2001.


Lori Schumacher

ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.


Lori Schumacher
Registered Agent