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LAFARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. KEMPTON BY MIRABE CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)



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Certificate of Status

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Other

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01 OCT 31 AM 9:39
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
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Examiner's Initials

ARTICLES OF INCORPORATION
OF
KEMPTON BY MIRABE CORP.

FILED
01 OCT 31 PM 1:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

KEMPTON BY MIRABE CORP.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, which is to transact any and all lawful business.

ARTICLE IV

This corporation shall have powers to have perpetual succession by its corporate name.

ARTICLE V

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

Sergio D. Pastore

The Principal office shall be:

19380 Collins Ave., Ste. 1414-B,
Sunny Isles Beach, FL 33160

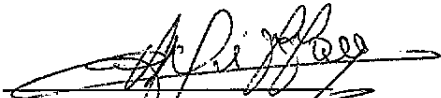
ARTICLE VII

The initial Board of Directors shall consist of two (2) persons, and the names and addresses of the persons who is to serve as initial Directors are:

Gustavo A. Millan	President
4001 South Ocean Dr.	
Hollywood, FL 33019	

Sergio D. Pastore	Vice-President
3948 NE 169 St. # 205	
N. Miami Beach, FL 33160	

IN WITNESS WHEREOF, the undersigned incorporators have executed these
Articles of Incorporation this 29th day of October, 2001.


Gustavo A. Millan

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

KEMPTON BY MIRABE CORP.

2. The name and address of the registered agent and office is:

Sergio D. Pastore
3948 NE 169 St. # 205
N. Miami Beach, FL 33160

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: _____

Sergio D. Pastore

DATE: October 29, 2001.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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