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Division of Corporations

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ARTICLES OF INCORPORATION

THE UNDERSIGNED INCORPORATOR(S) FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I (NAME)

THE NAME OF THE CORPORATION SHALL BE:

ABREU ENTERPRISES, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

2742 SW 8 ST #202
MIAMI, FL 33135

ARTICLE III CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

100@\$0.01 PER SHARE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS:

FRANCISCO EDUARDO DE ABREU PESTANA

2742 S.W. 8th Street #202
Miami, Florida 33135

MARITZA REGALADO ESQ.
BAR # 936944
2742 SW 8 STREET SUITE 202
MIAMI, FLORIDA 33135

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ARTICLE V INCORPORATOR(S)

THE NAME AND STREET ADDRESSES OF THE INCORPORATORS TO
THESE ARTICLES OF INCORPORATION IS (ARE):

FERRETERIA BRAVA MAR C.A.
AURORA A PUENTE MIRAFLORES
EDIFICIO EL TRIUNFO LOCAL 13-F
PARROQUIA ALTAGRACIA, CARACAS, VENEZUELA 51 STOCKS

FRANCISCO EDUARDO DE ABREU PESTANA
541 ANASTASIA AVENUE #6
CORAL GABLES, FL 33134 25 STOCKS

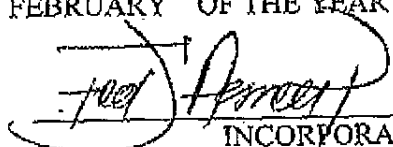
MARIA VICTORIA ESCALANTE ABREU
541 ANASTASIA AVENUE #6
CORAL GABLES, FLORIDA 33134 24 STOCKS

THE UNDERSIGNED INCORPORATOR(S) HAS (HAVE) EXECUTED THESE
ARTICLES OF INCORPORATION THIS

PRESIDENT: FRANCISCO EDUARDO DE ABREU PESTANA

V. PRESIDENT: MARIA VICTORIA ESCALANTE ABREU

21ST DAY OF FEBRUARY OF THE YEAR 2002



INCORPORATOR
FRANCISCO EDUARDO DE ABREU PESTANA

MARITZA REGALADO ESQ.
BAR # 936944
2742 SW 8 STREET SUITE 202
MIAMI, FLORIDA 33135

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/AGENT IN THE STATE OF FLORIDA.

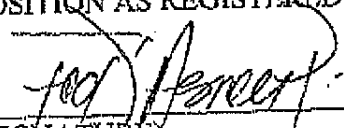
1. THE NAME OF THE CORPORATION IS:

ABREU ENTERPRISES, INC. .

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

FRANCISCO EDUARDO DE ABREU PESTANA
2742 S.W. 8th Street #202
Miami, Florida 33135

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)

02/21/2002
(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA

MARITZA REGALADO ESQ.
BAR # 936944
2742 SW 8 STREET SUITE 202
MIAMI, FLORIDA 33135

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