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March 4, 2002

Florida Department of State
Division of Corporations
P. O. 6327
Tallahassee, FL 32314

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-03/11/02--01074--010
*****78.75 *****78.75

Dear Sirs:

Enclose are the documents of Articles of Incorporation of **INVERSIONES ANTONIETA, INC.**, a check in the amount of 78.75 for filing fees is enclosed.

Please process this as soon as possible, and send the copies of filed Articles of Incorporation to the following address:

Inversiones Antonieta, Inc..
15630 SW 80th Street # 206
Miami, FL 33193

Thank you.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLES OF INCORPORATION
OF

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 Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be: **Inversiones Antonieta, Inc.**

ARTICLE II

This corporation shall commence existing 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 purposed 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 extend as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:
To have perpetual succession by its corporate name;
- (3) Any legal Business in the State of Florida.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$1.00.

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 V

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

Maria Antonieta Hernandez
15630 SW 80th Street # 206
Miami, FL 33193

ARTICLE VI

The initial Board of Directors shall consist of a total of two (2) persons, and the name and address of the person who is to serve as initial directors is:

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TALLAHASSEE, FLORIDA
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NAME	ADDRESS
Maria Antonieta Hernandez	15630 SW 80 th Street # 206. Miami, FL 33193
Ana Maria Contreras	15630 SW 80 th Street # 206 Miami, FL 33193

ARTICLE VII

The By-Laws of this Corporation may be adopted, altered, amended or repealed by the Stockholder (s) or Director (s).

ARTICLE VIII

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X

The principal place of business of this corporation is:

15630 SW 80th Street # 206
Miami, FL 33193

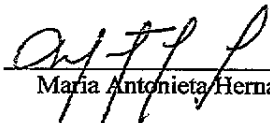
The person signing these articles is Maria Antonieta Hernandez of 15630 SW 80th Street # 206 Miami, FL 33193

ARTICLE XII

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

 IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 1st day of March 2002

STATE OF FLORIDA }
COUNTY OF DADE }


Maria Antonieta Hernandez

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Maria Antonieta Hernandez known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledge before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 5th Day of MARCH, 2002

Notary Public, State of Florida At Large
My commission expires:



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/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1 - The name of the corporation is:

Inversiones Antonieta, Inc.

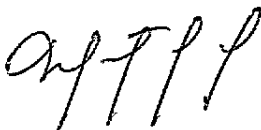
2 - The name and address of the registered agent and office is:

Maria Antonieta Hernandez
15635 SW 80th Street # 206
Miami, FL 33193

Having been named as registered agent and to accept service of process for the above 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.

Maria Antonieta Hernandez

Date



03/01/2002

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