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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

ambienart, inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION

⑤

OF

AMBIENART, INC.

CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

Ambienart, Inc.
2216 NE 11th Street
Miami, Florida 33009

ARTICLE II

CORPORATE EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue a maximum of one thousand (1000) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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ARTICLE V**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

**Ruben Horacio Rozados
2216 NE 11th Street
Miami, Florida 33009**

ARTICLE VI**INITIAL BOARD OF DIRECTORS**

This Corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one.

The names and addresses of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Ruben Horacio Rozados	2216 NE 11th Street Miami, Florida 33009
Graciela Victoria Otero de Rozados	2216 NE 11th Street Miami, Florida 33009
Fernando Mezzarapa	2216 NE 11th Street Miami, Florida 33009

The members of this Board of Directors shall hold office until the first annual meeting of stockholders of the Corporation.

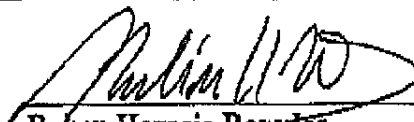
ARTICLE VII**INCORPORATORS**

The name and post office of the Incorporator executing these Articles of Incorporation is as follows:

INCORPORATOR**ADDRESS****Ruben Horacio Rozados****2216 NE 11th Street
Miami, Florida 33009**

The undersigned, being the original subscriber to these Articles of Incorporation, for the purpose of forming a Corporation for profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and, accordingly, has hereunto set his hand and seal this

19th day of APRIL, 2002.


Ruben Horacio Rozados

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STATE OF FLORIDA)

) SS

COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of DADE to take acknowledgments, personally appeared **Ruben Horacio Rozados**, the person described as Incorporator in the foregoing Articles of Incorporation or who presented the following identification: ATLANTIC PASSPORT # 8116000

WITNESS my hand and seal at Miami, DADE County, Florida
this 19th day of APRIL, 2002.


Notary Public
State of Florida

My Commission expires:



Kendrick G. Whittle
Commission # CC 932143
Expires June 29, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

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TALLAHASSEE, FLORIDA

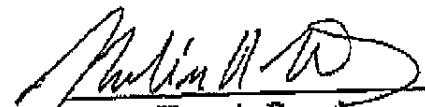
**CERTIFICATE DESIGNATING REGISTERED
AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates

Ruben Horacio Rozados, as its registered Agent to accept service of process within this State.


Ruben Horacio Rozados

The undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.


Ruben Horacio Rozados

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