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4/26/2002

DIVISION OF CORPORATIONS
P.O.Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

Ref: ARTICLES OF INCORPORATION FOR
SAVINI USA, CORP.

Attached please find our check for the above articles of incorporation.

M. Tayara
444 Brickell Ave., Suite 51-462
Miami, Florida 33131

FILED
02 MAY -2 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/7/02

ARTICLES OF INCORPORATION
OF
SAVINI USA, CORP.

FILED
02 MAY -2 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, a natural person competent to contract, hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I.
Name

The name of this Corporation shall be SAVINI USA, CORP.

ARTICLE II.
Address of Principal Office

The address of the Principal Office of the Corporation is

300 Biscayne Blvd. Way., Suite 724
Miami, Florida 33131

ARTICLE III.
Nature of Business

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

The primary purpose of this corporation shall be to import, export, buy, sell, consign and otherwise deal in retail and wholesale business.

ARTICLE IV.
Incorporator

The name and street address of the Incorporator of this Corporation is a follows:

Mey Tayara

444 Brickell Ave., Suite 51-462
Miami, FL 33131

ARTICLE V.
Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI.
Address of Registered Office and Registered Agent

The street address of the initial registered office of this corporation the State of Florida shall be as follows:

444 Brickell Ave., Suite 51-462
Miami, FL 33131

The name of the initial registered agent of the Corporation at the above address shall be as follows:

Mey Tayara

The Board of Directors may from time to time change the registered office to any other address in the State of Florida or change the registered agent.

ARTICLE VII.
Capital Stock

This Corporation is authorized to issue 1,000 shares of One Dollar par value common stock, which shall be designated "Common Shares"

ARTICLE VIII.
Number of Directors

This Corporation shall have one (1) Director initially. the number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1).

ARTICLE IX.
Initial Board of Directors

The names and addresses of the members of the initial Board of Directors of this Corporation are as follows:

Paolo Savini P-VP-T-S-D	300 Biscayne Blvd.Way, Suite 724
	Miami, Fl 33131

ARTICLE X.
By-Laws

The Shareholders of the Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the Shareholder or Directors in any manner permitted by the By-Laws which is in accord with the purposes of the Corporation as set out in these Articles of Incorporation.

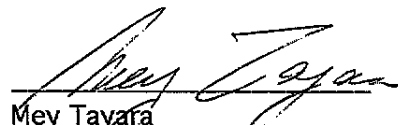
ARTICLE XI.
Amendment

These Articles of Incorporation may be amended by the Corporation in any manner now or hereafter provided for by law.

ARTICLE XII.
Indemnification

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


IN WITNESS WHEREOF, the undersigned, being the original subscribing incorporator to the foregoing Articles of Incorporation, has hereunto set his hand and seal this 26 day of April, 2002.


Mey Tayara

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this 26th day of APRIL, 2002 personally appeared before me, the undersigned authority, Mey Tayara personally known to me.


Notary Public

My Commission Expires:



Eduardo Rosello
My Commission CC917604
Expires March 12, 2004

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE
FOR
SAVINI USA, CORP.

FILED
02 MAY -2 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Florida Statutes Sections 48.091 and 607.0501 the following is submitted:

SAVINI USA, CORP. desiring to organize as a corporation under the laws of the State of Florida, has designated 444 Brickell Ave., Suite 51-462, Miami, Florida 33131, as its initial Registered Office and has named Mey Tayara located at said address as its initial Registered Agent.

By: _____

Mey Tayara
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent for the above stated Corporation, at the designated Registered Office, I hereby accept said appointment, and agree to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office.

Mey Tayara
Registered Agent