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Remitter's Name
 HAYMEL G. DE LA VEGA
 15482 SW 60 Street
 Miami, Florida 33193

City/State/Zip Phone #

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

Office Use Only

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

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
 2002 MAY 24 PM 2:41
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger


OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

05-29-02

Examiner's Initials 

ARTICLES OF INCORPORATION
OF
ALL PARTY USA, CORP.

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TALLAHASSEE, FLORIDA

ARTICLE I – NAME OF CORPORATION

The name of this Corporation is and shall henceforth be All Party USA, Corp.

ARTICLE II – DURATION

This Corporation shall exist perpetually commencing on the date of execution and acknowledgement of the Articles of Incorporation.

ARTICLE III – PURPOSE

This Corporation is organized to transact business as party rental and party supplies and to conduct any and all lawful business permitted to a corporation under the laws of the State of Florida.

ARTICLE IV – CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of stock at \$1.00 par value, which shall be designated "Common Shares".

ARTICLE V – PLACE OF BUSINESS AND NAME OF REGISTERED AGENT

The registered place of business shall be:

15482 SW 60 Street
Miami, Florida 33193

The Registered Agent for service of process is:

HAYMEL G. DE LA VEGA
15482 SW 60 Street
Miami, Florida 33193

ARTICLE VI – BOARD OF DIRECTORS

The Board of Directors of this Corporation shall be composed of the following directors:

HAYMEL G. DE LA VEGA– President

RODOLFO V. ARRUARANA – Secretary/Treasurer

ARTICLE VII – INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

HAYMEL G. DE LA VEGA
15482 SW 60 Street
Miami, Florida 33193

ARTICLE VIII – INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law, for any action brought against said officer or director arising out of said officer or director’s performance of his lawful duties for this Corporation.

ARTICLE IX – AMENDMENTS

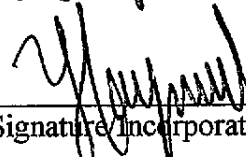
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

.....
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.



Signature/Registered Agent

5/20/02
Date



Signature Incorporator

5/20/02
Date