

P02000058236

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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
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FILED
02 MAY 28 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

P & G PROMOTIONS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

FILED
02 MAY 28 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned *subscribers* to these Articles of Incorporation each a natural person competent to contract, hereby associate themselves together to form a corporation under the law of the State of Florida.

The name of this corporation is: P & G Promotions, Inc.

The general nature of this business to be transacted by this corporation is any legal business in the State of Florida or in the United States.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate indebtedment as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares or the capital stock of, or any bonds, securities, or other evidences or indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the rights to vote such stock.

Prepared by:
Carlos Solano
1235 Alton Rd.
Miami Beach, Fl. 33139
(305) 674-1681

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 100 (One Hundred) shares of common stock having a nominal of \$100.00 Par/ value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business with is \$ 25,000.00 (Twenty-Five Thousand 00/100).

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of this corporation in the State of Florida is: 4632 NW 114th Avenue Suite 812, Miami, Fl. 33178. The board of directors may from time to time move the principal office to any other office in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. SUBSCRIBERS & DIRECTORS

The name and post office address of each subscriber and director to these Articles of Incorporation is:

Barbara Catli

President
Secretary

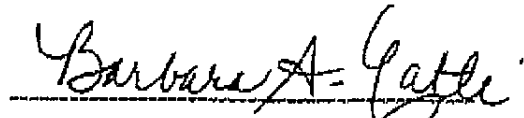
4632 NW 114th Avenue Suite 812, Miami, Fl. 33178

ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be at 4632 NW 114th Avenue Suite 812, Miami, FL 33178, and the registered agent being Barbara Catli.

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

A handwritten signature in cursive script, reading "Barbara A. Catli", written over a horizontal line.

Barbara Catli
President
Secretary

TOTAL P.06

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STATE OF FLORIDA

) SS

COUNTY OF MIAMI-DADE

I HEREBY CERTIFY: That on this day, before me, a Notary Public the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared, Barbara Catli of P & G Promotions, Inc., a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledged before me as subscriber(s) to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 24th day of the month of May, 2002.


NOTARY PUBLIC SEAL

MY COMMISSION EXPIRES:

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MAY-24-2002 16:49

**CERTIFICATE DESIGNATING PLACE OF BUSINESS, DOMICILE, OR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
PROCESS MAY BE SERVED.**

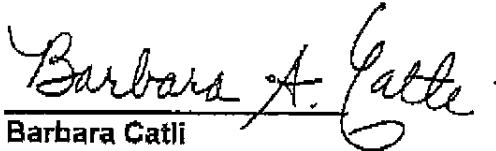
In compliance with Section 607.34 Florida Statutes, the following is
submitted, in compliance with said act:

FIRST: That, P & G Promotions, Inc. desiring to organize or qualify under
the laws of the State of Florida with its principle office as indicated in the
articles of incorporation at Miami, Florida, has hereby named Barbara Catli
of 4632 NW 114th Avenue Suite 812, Miami, Fl. 33178, as its agent to accept
services of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate.

I hereby agree to act in this capacity, and I further agree to comply with the
provision of said act relative to keeping open said office.


Barbara Catli
Register Agent.

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TALLAHASSEE, FLORIDA