Division of Corporations Secretary of State Florida Department of State 409 East Gaines Street Tallahassee, FL 32399

800005621078--6 -05/28/02--01042--004 ****122.50 ******78.75

Dear Mrs. Harris:

Enclosed please find our check number _______ for \$122.50; which includes a request for a <u>certified copy</u> of the articles of incorporation.

Enclosed please find a copy of the articles of Incorporation. Please, return it to me with the filing date stamped on it.

If I can be of any help, please do not hesitate to contact me at your earliest convenience at (305) 443-2829.

I thank you in advance for your attention to this matter.

Sincerely,

Alejandro Zajac Registered Agent

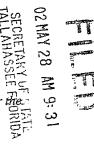
3750 WEST FLAGLER STREET

MIAMI, FLORIDA 33134

OZMAY 28 AM 9: 31
TALLAHASSEE FLORID.

Articles of Incorporation of CD 4 NET.COM, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Act, hereby adopts the following Articles of Incorporation.



Article I Name

The name of the corporation shall be

CD 4 NET.COM, INC.

Article II Principal Office

The principal place of business of this corporation shall be:

CD 4 NET.COM, INC. 2821 NE 163 ST SUITE 4P MIAMI, FL 33160

The mailing address of this corporation shall be:

CD 4 NET.COM, INC. 2821 NE 163 ST SUITE 4P MIAMI, FL 33160

Article III Nature of Business

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

Article IV Shares

The corporation shall have the authority to issue Two Hundred (100) shares of COMMON STOCK, in one class only, each with a par value of One Dollar (\$1.00)

Article V Term of Existence

This corporation is to exist perpetually.

Article VI Initial Registered Agent and Street Address

The name and address of the initial registered agent of the corporation is

ALEJANDRO ZAJAC

3750 WEST FLAGLER STREET MIAMI, FLORIDA 33134

Prepared by: ALEJANDRO ZAJAC

3750 WEST FLAGLER STREET MIAMI, FLORIDA 33134

Article VII Board of Directors

The initial Board of Directors shall have 3 (THREE) members. The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one. The names and street addresses of the directors to these Articles of Incorporation are:

JORGE FLEISCHER 2821 NE 163 ST

SUITE 4P

MIAMI, FL 33160

HERNAN BANATO 2821 NE 163 ST

SUITE 4P

MIAMI, FL 33160

JEFFREY KIRZNER 2821 NE 163 ST

SUITE 4P

MIAMI, FL 33160

Article VIII Incorporators

The name and address of the incorporator of this corporation are:

JORGE FLEISCHER 2821 NE 163 ST

SUITE 4P

MIAMI, FL 33160

The undersigned incorporator has executed these Articles of Incorporation this

9 day of

2

Signature of Incorporator

20.02

Certificate of Designation Registered Agent/Registered Office

Pursuant to the provisions of Section 607.325, 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.

The name of the corporation:

CD 4 NET.COM, INC.

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

ALEJANDRO ZAJAC 3750 WEST FLAGLER STREET MIAMI, FLORIDA 33134

Signature

of Director

Date: 492002

Having been named as registered agent and to accept service of process for the above stated 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 statues relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent. I accept the duties and obligations of Section 607.325, Florida Statutes.

Dated: _______9 day of April _______, 20.03____

Signed: ______, Registered Agent.

