

A & M ACCOUNTING & MANAGEMENT CO. INC.

1691 NE 123rd. St.
North Miami Fl 33181
Phone (305)893-2669-2670
E-MAIL ajmr@Bellsouth.net

August 23, 2002

02000946238

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION
PO BOX 6327
TALLAHASSEE FLORIDA 32314

800007388748--3
-08/28/02--01019--010
*****78.75 *****78.75

Enclosed find a check for \$ 78.75 covering fee for a new corporation:

CASAPUEBLO DESIGN GROUP CORP.

Please send the articles and certificate of incorporation to my office.

Thank you,

Mabel Romaniuk
Mabel Romaniuk

FILED
02 AUG 28 PM 1:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

38

ARTICLES OF INCORPORATION
OF
CASAPUEBLO DESIGN GROUP CORP.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of this Corporation is

CASAPUEBLO DESIGN GROUP CORP.

and its address is:

9033 HARDING AVE APT 4
SURFSIDE FL 33154

ARTICLE II DURATION

This Corporation shall have perpetual existence.

ARTICLE III- PURPOSE

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

ARTICLE IV- CAPITAL STOCK

This corporation is authorized to issue 1,000. Shares of (\$1.0) par value common stock, which shall be designated "common Shares."

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is corporation Company of Miami and its address is:

FERNANDO BILBAO

**9033 HARDING AVE. APT 4
SURFSIDE FL 33154**

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1) . The names and addresses of the initial Directors of this Corporation are:

NAME	ADDRESS
FERNANDO BILBAO (PRESIDENT)	9033 HARDING AVE APT 4 SURFSIDE FL. 33154
NORMA SUSANA LANDA DE BILBAO (VICE-PRESIDENT)	9033 HARDING AVE APT 4 SURFSIDE FLORIDA 33154

ARTICLE VII -BY LAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII-INDEMNIFICATION

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

ARTICLE IX- INCORPORATOR

The name of the person signing these Articles is: FERNANDO BILBAO
and his address is: 9033 HARDING AVE. APT 4 SURSIDE FL 33154

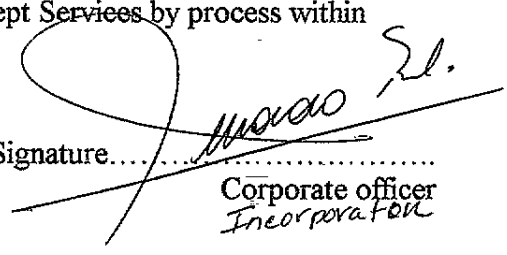
Certificate designating place of Business or domicile for the service of process within Florida, naming Agent upon whom may be served in compliance with Section 49.091 Florida Statutes, the following is submitted.

First that name of the corporation CASAPUEBLO DESIGN GROUP CORP.
Desiring to organize or qualify under the Laws of the State of Florida with its principal place of Business at the City of MIAMI

State of FLORIDA Has named FERNANDO BILBAO
State (Name of Resident Agent)

Located at 9033 HARDING AVE APT 4 SURFSIDE FL 33154

City of MIAMI State of Florida, as its agent to accept Service by process within Florida.

Signature.....
Corporate officer
Incorporator

Title.....PRESIDENT

Date 8/22/02

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 provisions of all Statutes relative to the proper and complete performance of my Duties.

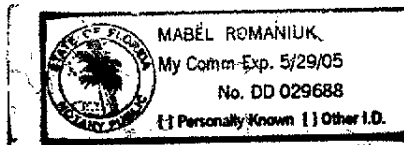
Signature.....
Resident Agent

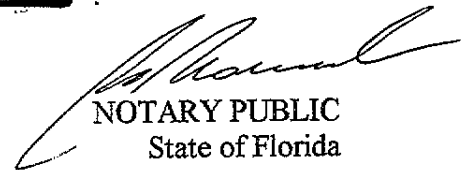
ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provision of the Florida business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22.....Days of AUGUST, ..2002

My commission expires:




NOTARY PUBLIC
State of Florida

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SECRETARY OF STATE
TALLAHASSEE FLORIDA