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

(Corporation Name)	(Document #)	02 NVISII	, -
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		NEW FILINGS
	\geq	Profit
!		NonProfit
		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
Name Reservation

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

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Examiner's Initials

ARTICLES OF INCORPORATION FOR

FILED

02 SEP 30 PM 12: 50

MASTERMINDZ INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:

MASTERMINDZ INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10521 SW 66 ST MIAMI, FL 33173

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have shall be:

100

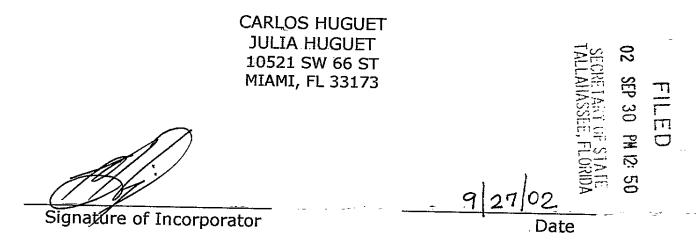
ARTICLE IV REGISTERED AGENT

The name and Florida street address of the initial registered agent shall be:

CARLOS HUGUET 10521 SW 66 ST MIAMI, FL 33173

ARTICLE V INCORPORATOR

The name and address of the incorporator(s) to these Articles of Incorporation shall be:



ARTICLE VI DIRECTOR(S)/OFFICER(S)

The name(s) and address(es) of the Director(s)/Officer(s) shall be:

CARLOS HUGUET (P)
JULIA HUGUET(V)
10521 SW 66 ST
MIAMI, FL 33173

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the articles, 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 statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

9 27 02 Signature Date