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(Requestor's Name)

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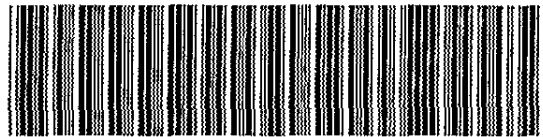
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02 OCT 23 AM 10:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA



GUZMAN & ASSOCIATES

October 18, 2002

Department Of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

RE: INVERSIONES AM INC.

Dear Sir or Madam:

Please find enclosed Articles of Incorporation on behalf of
INVERSIONES AM INC.

We are submitting the following:

- 1- Articles of Incorporation
- 2- Certificate Designated Agent
- 3- Filing fee for \$ 78.75 payable to Department of State
- 4- Return self-addressed envelope for your convenience.

Should you have any questions, please E-Mail us to
Guzmanimmig@aol.com. Or via facsimile to (305) 649-3059.

Your attention is greatly appreciated.

Sincerely,

Josephine Guzman CLA
GUZMAN & ASSOCIATES



ARTICLES OF INCORPORATION

OF

Inversiones AM Inc.

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ARTICLE I—NAME

The name of this corporation is **INVERSIONES AM Inc.**

ARTICLE II—DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III—PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business as an **Entertainment Machine Rental, Sales and Repairs Services Company.**

ARTICLE IV—CAPITAL STOCK

This corporation is authorized to issue **100 shares** of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V—PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VI—INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is **6760 NW 37 Avenue #A Miami, Florida 33147** and the name of the initial registered agent of this corporation at that address is **GUZMAN & ASSOCIATES, INC c/o Josephine Guzman CLA.**

ARTICLE VII—INITIAL BOARD OF DIRECTORS

This corporation shall have 2 director(s) constituting the initial Board of Directors.

The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name(s) and address(es) of the initial Board of Directors of the Corporation is:

Francisco De Abreu- President/Director
6760 NW 37 Avenue #A
Miami, Florida 33147

Roberto Moega Vice-President/Director
6760 NW 37 Avenue #A
Miami, Florida 33147

ARTICLE VIII—INCORPORATORS

The name and address of the Incorporator signing these articles is: **Francisco De Abreu-President/Director**

ARTICLE IX—INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X—AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 18th day of October, 2002.

Inversiones AM Inc.

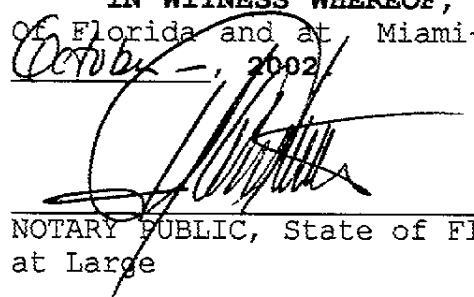
By: 

Francisco De Abreu-President

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State of Florida and at Miami-Dade County set forth above, personally appeared Francisco De Abreu, President of Inversiones AM, Inc., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal, in the State of Florida and at Miami-Dade County above, this 18th day of October, 2002.


NOTARY PUBLIC, State of Florida
at Large

My commission expires: 03/12/2006

JOSEPHINE GUZMAN-CANTERA
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD097408
EXPIRES 03/12/2006
BONDED THRU 1-588-NOTARY1

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with **Sections 48.091 and 607.034, Florida Statutes**, the following is submitted: -

FIRST that **INVERSIONES AM INC.**, desiring to organize or qualify under the laws of the **State of Florida**, with its principal place of business at 1800 SW 1 Street # 209 Miami, Florida 33135, has named **GUZMAN & ASSOCIATES, INC c/o Josephine Guzman CLA** located at 1800 SW 1 Street # 209 Miami, Florida 33135 as its agent to accept service of process within Florida.

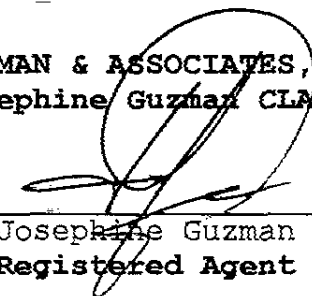
Dated: 10/18/2002



**Francisco De Abreu-President
INVERSIONES AM INC**

Having been named to accept service of process for the above named 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 performance of my duties.

**GUZMAN & ASSOCIATES, INC. c/o
Josephine Guzman CLA**

By 

**Josephine Guzman CLA
Registered Agent**

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