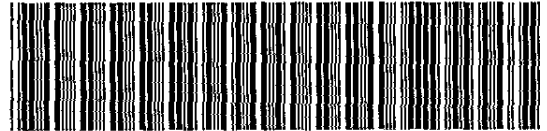


FD2000139229

ANTONIA URBINA  
814 SW 27 AVE #206  
MIAMI FL 33135



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(Address)

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TALLAHASSEE FLORIDA

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*Handwritten signature and date 12/9*



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

November 19, 2002

ANTONIO URENA  
814 S.W. 27TH AVE.  
#206  
MIAMI, FL 33135

SUBJECT: CARIOCA, INC.  
Ref. Number: W02000032987

We have received your document for CARIOCA, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The document number of the name conflict is P96000039617.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Corporate Specialist  
New Filings Section

Letter Number: 102A00062582

ARTICLES OF INCORPORATION

OF

CARIOCA, MIAMI INC.

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

02 DEC - 6 PM 2: 1  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

ARTICLE I NAME

The name of the corporation shall be: CARIOCA, MIAMI INC.

ARTICLE II PRINCIPAL OFFICE

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

3245 VIRGINIA STREET APT.# 31  
MIAMI FL. 33133

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

ALIRIA RAUZER DE MACEDO  
3245 VIRGINIA STREET APT.# 31  
MIAMI FL 33133

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

ALIRIA RAUZER DE MACEDO- President  
3245 VIRGINIA STREET APT.31  
MIAMI FL. 33133

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

29 day of OCT, 19 02.

  
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

Articles of Incorporation  
Filing Fee - \$35

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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.

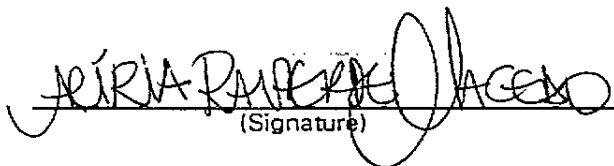
1. The name of the corporation is: CARIOCA, MIAMI INC

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

ALIRIA RAUZER DE MACEDO  
(Name)  
3245 VIRGINIA STREET APT# 31  
(P.O. Box not acceptable)  
MIAMI F: 33133  
(City/State/Zip)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
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*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 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.*

  
(Signature)

10.29.02  
(Date)