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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FILED
2003 JAN -7 AM 10:08
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**SOUTH FLORIDA GROUNDWORKS CORP.**

Certificate of Status	0
Certified Copy	1
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M. & M. Services Group, P.A.

Income Tax Accounting
Corporation Immigration
Notary Public

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**ARTICLES OF INCORPORATION
OF**

STATE
TALLAHASSEE FLORIDA

SOUTH FLORIDA GROUNDWORKS CORP.

ARTICLE I- NAME

The Name of this Corporation is : SOUTH FLORIDA GROUNDWORKS CORP.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V- INITIAL REGISTERED OFFICER AND AGENT

The name and street address of the initial registered officer of this corporation:

VICTOR MANUEL MALLO, 17701 NW 54th Ave Miami, FL 33055

The Principal Place of Business of the Corporation shall be:

17701 NW 54th Ave Miami, FL 33055

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the by-laws, but shall never be less than one

(1). The name and address of the initials Directors are:

Name:

Address:

Victor Manuel Mallo 50%

17701 NW 54th Ave

President

Miami, FL 33055

Ubaldo Alberto Mallo

17701 NW 54th Ave

Vice-President

Miami, FL 33055

1580 West 84th Street Suite 78, Hialeah, Florida 33014

Phone: 305-558-4847 Fax: 305-821-9794

email address: mmservicepa@aol.com

January 6, 2003

ARTICLE VII - LAWS

The by-laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder (s) or Director (s).

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation of the same kind class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X- INCORPORATOR

The person signing these articles are:

Victor Manuel Mallo
17701 NW 54th Ave
Miami, FL 33055

President

Ubaldo Alberto Mallo
17701 NW 54th Ave
Miami, FL 33055

Vice-President

ARTICLE XI- AMENDMENT

This corporation reserve the right to amended or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHERE OF, the undersigned has executed these Articles of Incorporation, this January 6, 2003



Victor Manuel Mallo

President



Ubaldo Alberto Mallo

Vice- President

January 6, 2003

FILED

2003 JAN -7 AM 10:08

CLERK OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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.

First that, South Florida Groundworks Corp. wish to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Miami Dade County, and has named, Victor Manuel Mallo as its agents to accept service of process within this state.

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.



Victor Manuel Mallo
Registered Agent