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To:

Division of Corporations
Fax Number : (850) 205-0301

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FLORIDA PROFTT CORPORATION OR P.A.

BELLO & BRANAS INC.

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ARTICLES OF INCORPORATION

OF

BELLO & BRANAS INC.

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

ARTICLE I NAME

The name of the corporation shall be:

BELLO & BRANAS INC.

ARTICLE II PRINCIPAL OFFICE

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

11539 N.W. 60TH TERRACE, #303
MIAMI, FL 33178

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED SHARES @ \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

FABIAN BELLO
11539 N.W. 60TH TERRACE, #303
MIAMI, FL 33178-2888

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ARTICLE V - INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation are:

FABIAN BELLO - PRESIDENT, TREASURER
11539 N.W. 60TH TERRACE, #303
MIAMI, FLORIDA 33178-2888

JOSE BRANAS - VICE PRESIDENT, SECRETARY
6001 N.W. 114TH COURT, #132
MIAMI, FLORIDA 33178-2888

The undersigned have executed these Articles of Incorporation this 5TH day
of MARCH 2003

X 
FABIAN BELLO
PRESIDENT, TREASURER

X 
JOSE BRANAS
VICE PRESIDENT, SECRETARY

H 03000072940**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

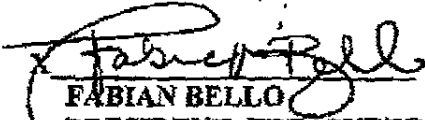
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

BELLO & BRANAS INC.

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

**FABIAN BELLO
11539 N.W. 60TH TERRACE, #303
MIAMI, FLORIDA 33178-2888**


**FABIAN BELLO
PRESIDENT, TREASURER
MARCH 5TH, 2003**

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: X


FABIAN BELLO

MARCH 5TH, 2003

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