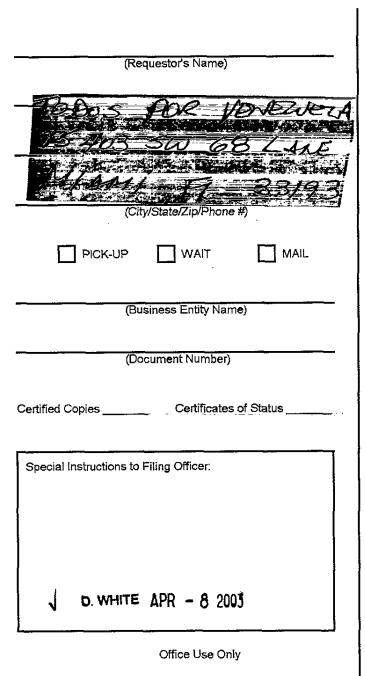
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ARTICLES OF INCORPORATION

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TODOS POR VENEZUELA, INC. SECRETARY OF STATE TALLAHASSEE FLORIDA

- 1. The Name of the Company is: Todos Por Venezuela, Inc.
- 2. Registered Agent & Incorporator: Maylin Silva-Arias.
- 3. Registered Agent & Incorporator Address: 15403 SW 68 Lane, Miami, Fl 33193
- 4. Principal Office: 15403 SW 68 Lane, Miami, Fl 33193
- 5. The Officers of The Company are:
 - Mr. Luis Pina, President & Treasurer, 15403 SW 68 Lane, Miami, Fl 33193
 - Mr. Raul Leoni, Vice-President & Secretary, 15403 SW 68 Lane, Miami, Fl 33193
- 6. No. Of Shares: 100, par value \$1.00.
- 7. The Company will perform any legal business in the State of Florida, and may offices in any other State of the USA and Overseas.
- 8. The first fiscal year of the company will end on Dec. 31, 2003. The following years the fiscal year ends Dec. 31st.

Having been named as registered agent to accept service of process for the above stated corporation at the pace designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this Capacity.

Signature of Registered Agent

Date

Signature of Incorporator

Date