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EFFECTIVE DATE
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To:

Division of Corporations
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

cafer enterprises, inc.

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D. WHITE MAY 16 2003

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(5)

ARTICLES OF INCORPORATION
OF
CAFER ENTERPRISES, INC.

The undersigned in order to form a Corporation for the purposes hereinafter stated,
by and under the provisions of Statutes of the State of Florida, does hereby subscribe to
these Articles of Incorporation.

ARTICLE I- NAME

The name of this Corporation is: CAFER ENTERPRISES, INC.

ARTICLE II- DURATION

This Corporation shall have perpetual existence, commencing on the date of
execution of these Articles of Incorporation.

ARTICLE III- PURPOSES

This Corporation is organized for the following purposes:

- a: To promote and/or operate any business.
- b: To purchase, receive, lease, or otherwise, own, hold, improve, use and otherwise
deal with real or personal property or any legal or equitable interest in property wherever
located ; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and
otherwise dispose of all or any part of its property.
- c. In the purchase or acquisition of property, business rights or franchises, or for
additional working capital, or for any other objective in or about its business affairs and

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without limit as to amount: to incur debts and to arise, borrow and secure the payment of money in any lawful manner. The Corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

d. To engage in any or all lawful activity and to institute and promote commercial, mercantile, financial and industrial enterprises, and for the purposes of transacting any or all lawful business.

ARTICLE IV - POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 6,000 shares of \$1.00 EACH PAR VALUE, common stock, which shall be designated "COMMON SHARES".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind of that which he/she already holds, shall have the right to purchase his/her pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price which it is offered to others.

ARTICLE VII- STREET ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT. PRINCIPAL OFFICE.

The street address of the corporation's initial registered office and principal office is: 782 N.W. LE JEUNE ROAD, SUITE 435, MIAMI, FLORIDA 33126, and the name of the initial registered agent of the corporation at that office is: GONZALO VASQUEZ.

ARTICLE VIII- INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws. The names and addresses of the initial Directors of this Corporation until the first annual meeting of shareholders or until their successors are elected and qualified are:

NAME	ADDRESS
GONZALO VASQUEZ	782 N.W. LE JEUNE ROAD SUITE 435 MIAMI, FLORIDA 33126

ARTICLE IX- INCORPORATOR


The name and address of the person signing these Articles is:

NAME	ADDRESS
GONZALO VASQUEZ	782 N.W. LE JEUNE ROAD SUITE 435 MIAMI, FLORIDA 33126

ARTICLE X- AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of May, 2003.

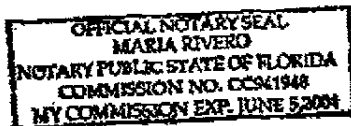

GONZALO VASQUEZ

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COUNTY OF DADESECRETARY OF STATE
TALLAHASSEE FLORIDA

BEFORE ME, the undersigned authority, personally appeared GONZALO
VASQUEZ, who is to me well known to be the person described in and who executed the
foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before
me that he executed the same for the uses and purposes therein mentioned and set forth.
(X) who is personally known to me or () who has produced _____
_____ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the
said County and State, this 15th day of May, 2003.



Maria Rivero
NOTARY PUBLIC, STATE OF FLORIDA
MARIA RIVERO
PRINT NAME:

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR:
CAFER ENTERPRISES, INC., AT THE PLACE DESIGNATED IN THESE ARTICLES
OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATED THIS 15th DAY OF MAY, 2003.

Gonzalo Vasquez
(REGISTERED AGENT)
GONZALO VASQUEZ

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