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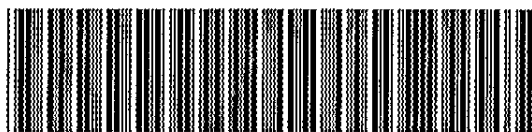
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EXPRESS CORPORATE FILING SERVICE INC.

Requestor's Name

1000 PONCE DE LEON BLVD. SUITE:101

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CORAL GABLES, FL 33134 (305) 444-4994

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. A.D.B.M.S. FINANCIAL GROUP CORPORATION
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
A.D.B.M.S. FINANCIAL GROUP CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the corporation is:

A.D.B.M.S. FINANCIAL GROUP CORPORATION

ARTICLE II

NATURE OF CORPORATE BUSINESS

A. To conduct and carry on the business or purposes of an investment company, investment trust, financial services entity, and management company, including but not limited to the investment and reinvestment of the property of the corporation, in securities, of different types and classes, such as stocks, bonds, notes, debentures, certificates of interest, or participation, and in other personal or real property without limitation or restriction.

B. To act as a financial or fiscal agent for any person, firm, or corporation and as such to manage, control, and deal with, in any and every way whatsoever, the property, holdings, investments, and business interests thereof.

C. To endorse, guarantee, or undertake the performance of any obligation, contract, or engagement of any other corporation, or other party.

D. To purchase, retire, redeem, hold sell, reissue, transfer, and otherwise deal in, shares of its own capital stock; and to apply to such purchase, retirement, or acquisition any funds or property of the corporation, whether capital, surplus, or otherwise as may be permitted by law.

E. To purchase, lease, exchange, or otherwise acquire real estate and property, either improved or unimproved, and any interest therein; to own, hold, control, maintain, manage and develop same; to erect, construct, maintain, improve, rebuild, enlarge, alter, manage, operate, and control all kinds of buildings, houses, hotels, apartments, stores, offices, warehouses, mills, shops, factories, machinery, and plants and all structures and erections of any description on lands owned, held or leased by the corporation, and to sell, lease, sublet, mortgage, create a security interest in, exchange, assign, transfer, convey, pledge, or otherwise alienate or dispose of any of such real estate and property, and any interest therein.

F. To organize or cause to be organized under the laws of the State of Florida or any state of the United States of America, or of the District of Columbia, or of any territory, dependency, commonwealth or possession of the United States, or any other country, colony, territory or dependency thereof, a corporation or corporations for the purpose of transacting, promoting or carrying on any or all of the objects or purposes for which this Corporation is organized, and to dissolve, wind up, liquidate, merge, or consolidate any such corporation or corporations or to cause the same to be dissolved, wound up, liquidated, merged, or consolidated.

G. To borrow money and contract debts; to make, issue and dispose of bonds, debentures, notes and other obligations, secured or unsecured; and to make any lawful contract of guaranty, suretyship, or of any kind whatsoever in connection with, or in aid of any corporation or other organizations any of whose this Corporation owns or in which this Corporation has an interest; to secure contracts, obligations, and liabilities or any thereof, in whole or in part, by mortgage, deed of trust, creation of security interest in, pledge, or other lien, upon any or all of the property of this Corporation wheresoever situated, acquired, or to be acquired.

The foregoing clauses shall be construed as and shall be powers as well as purposes, and all matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or inference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms of the general powers of this Corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. This Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Business Corporation Act of this State to corporations organized thereunder, and amendatory of or supplemental to that statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that statute now or hereafter in force; provided however that nothing herein contained shall be deemed to authorize or permit this Corporation to carry on any business, to exercise any power, or to do any act which a corporation formed under that statute may not at the time lawfully carry or do.

ARTICLE III
CAPITAL STOCK

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

750,000 shares, one common class, one cent (\$0.01) par value.

ARTICLE IV
CORPORATE EXISTENCE

This corporation is to exist perpetually.


ARTICLE V
INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

Initial Registered Agent:	Mario P. Morejón
Initial Registered Office:	855 N.W. 45 th Avenue, Suite 36
	Miami, Florida 33126

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process for the above stated corporation at the Initial Registered Office designated in these Articles of Incorporation, I do hereby accept the appointment as Registered Agent and agree to act in such 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.


MARIO P. MOREJON

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors shall be two (2).

The names and postal addresses of the initial directors of the initial board of directors are:

Name: Mario P. Morejón

Address: 855 N.W. 45th Avenue, Suite 36
Miami, Florida 33126

Name: Andrés J. Garbinski

Address: 855 N.W. 45th Avenue, Suite 36
Miami, Florida 33126

ARTICLE VII

INCORPORATORS

The name and addresses of the incorporators executing these Articles of Incorporation are:

Name: Mario P. Morejón

Address: 855 N.W. 45th Avenue, Suite 36
Miami, Florida 33126

Name: Andrés J. Garbinski

Address: 855 N.W. 45th Avenue, Suite 36
Miami, Florida 33126

ARTICLE VIII

PREEMPTIVE RIGHTS

The shareholders of the common stock of this corporation shall be vested with preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property or past services. The preemptive right of any shareholder is determined by the ratio of authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE IX

ALIENATION OF SHARES

Any shareholder desiring to sell, pledge, give or otherwise dispose of his or her shares, must first offer, in writing, the shares to be alienated, to the other shareholders of the Corporation in proportion to their existing holdings. Such offer shall be at the same price and on the same terms as may be available to parties other than other shareholders of the Corporation. Said shareholders shall have forty-five (45) days to acquire said shares. Shares that are not so acquired by any one shareholder, shall be made available to the other shareholders. Shares that are not then acquired by any shareholder, may be alienated at the price and terms originally contemplated.


ARTICLE X

INITIAL ADDRESS

The street address in this state of the principal office of the corporation is:

855 N.W. 45th Avenue, Suite 36
Miami, Florida 33126

IN WITNESS WHEREOF, the undersigned, as incorporators and initial directors have executed the foregoing Articles of Incorporation of A.D.B.M.S. FINANCIAL GROUP CORPORATION on this _____ day of _____, A.D. 2003.



MARIO P. MOREJON
INCORPORATOR
INITIAL DIRECTOR



ANDRES J. GARBINSKI
INCORPORATOR
INITIAL DIRECTOR