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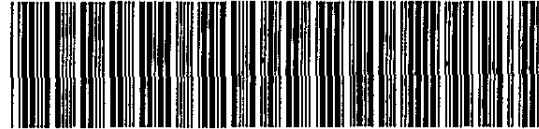
(Business Entity Name)

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AMERICAN INTERNATIONAL PARTNERS, INC.
10580 Snug Harbor Road
St. Petersburg, Florida 33702

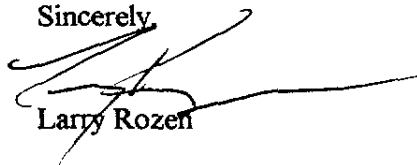
June 2, 2004

Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

Gentlemen:

Enclosed please find two originals of the Articles of Incorporation for a new corporation -
American International Partners, Inc... Also enclosed is a check in the amount of \$78.75
for the filing fees, registered agent designation and certified copy.

Sincerely,



Larry Rozen

enclosures

ARTICLES OF INCORPORATION
OF
AMERICAN INTERNATIONAL PARTNERS, INC.

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The undersigned natural person of legal age, acting as incorporator under the provisions of Florida Statutes, Chapter 607, adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name and address of this corporation shall be:

American International Partners, Inc.
10580 Snug Harbor Road
St. Petersburg, FL 33702

ARTICLE II
PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III
STOCK CLAUSE

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 750 shares of common stock (each worth a par value of \$1.00.)

ARTICLE IV
SUBSCRIBER INCORPORATOR & DIRECTORS

The name and address of the subscriber and incorporator is:

Larry Rozen	10580 Snug Harbor Road
	St. Petersburg, FL 33702

The name and address of the director is:

Larry Rozen	10580 Snug Harbor Road
	St. Petersburg, FL 33702

ARTICLE V
INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

ARTICLE VI
FUNDAMENTAL CHANGES

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate actions:

- (a) Amendment, alterations, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation;
- (d) Dissolution of the corporation;
- (e) Issuance of shares of any class, series or kind of stock (whether or not presently authorized), including treasury stock.

ARTICLE VII
DIRECTORS

A. The business of the corporation shall be managed initially by a Board consisting of one (1) director. The number of directors may be increased or decreased, as provided in the bylaws, but shall never be less than one (1) director.

B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by affirmative vote of a majority of the outstanding shares of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders in a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.

ARTICLE VIII
EFFECTIVE DATE

The date that corporate existence shall begin is June 5, 2004. This elections is pursuant to Florida Statute 607.0123.

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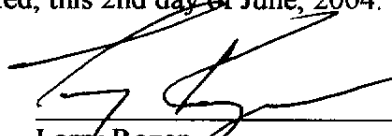
ARTICLE IX
REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of this corporation is 10580 Snug Harbor Road, St. Petersburg, Florida 33702. The name of the Registered Agent of this corporation is Larry Rozen at the above office address.

ARTICLE X
BYLAWS

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the bylaws.

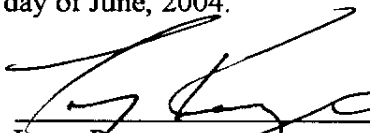
IN WITNESS WHEREOF, the undersigned being the incorporator, certifies to the truth of the facts herein stated, this 2nd day of June, 2004.



Larry Rozen

ACCEPTANCE

I hereby accept appointment as Registered Agent of American International Partners, Inc., dated this 2nd day of June, 2004.



Larry Rosen