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

1. AMBIENTE US, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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<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
AMBIENTE US., INC.**

THE UNDERSIGNED, acting as incorporator of a corporation pursuant to Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be **AMBIENTE US., INC.**

ARTICLE II

The principal place of business and mailing address of the corporation shall be:
849 SW 1ST Street Miami, Florida 33130

ARTICLE III

The purposes, for which the corporation is formed, and the business and the objects to be carried on and promoted by it are as follows: Media promotions and productions, magazine, newspaper, television, radio and internet services and all others venues as are required to perform the business of media.

ARTICLE IV

The number of shares of stock that this corporation is authorized to have outstanding at any time is: 500 hundred.

ARTICLE V

The name and address of the initial registered agent shall be:

Heriberto Sosa
665 NE 76 Street
Miami, Florida 33138

ARTICLE VI

The name and street address of the incorporator of these Articles of Incorporation shall be:

Saul Brenesky
849 SW 1st Street
Miami, Florida 33130

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ARTICLE VII

The name and street address of the director to these Articles of Incorporation shall be:

President/Secretary Saul Brenesky
849 SW 1st Street
Miami, Florida 33130

Vice President/Treasurer Heriberto Sosa
849 SW 1st Street
Miami, Florida 33130

ARTICLE VIII

The members of the Board of Directors shall never be less than two (2) in number.

ARTICLE IX

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose, after first giving at least ten (10) days written notice of the meeting. Amendments to the Articles of Incorporation shall only be effective from the date of approval in writing.

ARTICLE X

The By-Laws of the corporation may be amended from time to time by a majority vote of the Board of Directors at a meeting called especially for that purpose and after giving at least five (5) days notice of said meeting.

ARTICLE XI

The Corporation shall hold an annual meeting for members within ninety (90) days of the end of its fiscal year as determined by the Board of Directors. At such meeting Directors shall be elected or appointed in accordance with the By-Laws.

The undersigned incorporator has executed these Articles of Incorporation this

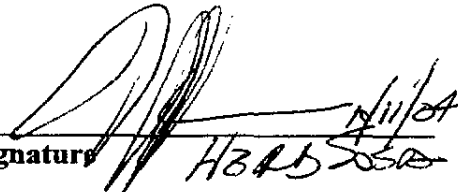
7th day of December 2004

Signature

Signature

**CERTIFICATE OF DISGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

Having been named as Registered Agent and to accept service of process for the above stated corporation at 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 related 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  12/11/04
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