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FLORIDA PROFIT CORPORATION OR P.A.

q1 elements, inc.

Certificate of Status	0
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Articles of Incorporation
Qi Elements, Inc., a Florida corporation
Page 1

**ARTICLES OF INCORPORATION
OF
QI ELEMENTS, INC., a Florida corporation**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I -- NAME

The name of the corporation shall be:

QI ELEMENTS, INC., a Florida corporation

ARTICLE II -- DURATION

The corporation shall have perpetual existence commencing on the date of filing.

ARTICLE III -- PRINCIPAL OFFICE

The principal place of business and mailing address:

3191 Coral Way
Suite 640
Miami, Florida 33145

ARTICLE IV -- CAPITAL STOCK

The corporation is authorized to issue one thousand (1,000) shares of common stock, each at One Dollar and No/100 (\$1.00) par value.

This instrument prepared by:
George S. Zamora, Esquire
3191 Coral Way, Suite 404
Miami, Florida 33145
FBN: 871605

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ARTICLE V -- INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

George S. Zamora
3191 Coral Way, Suite 404
Miami, Florida 33145

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be increased or diminished from time to time by the by-laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>Name:</u>	<u>Address:</u>
German Alejandro Cuervo Berg -	3191 Coral Way Suite 640 Miami, Florida 33145
Stefan Carlsson -	3191 Coral Way Suite 640 Miami, Florida 33145

ARTICLE VII -- OFFICERS

The initial corporate officers shall be:

<u>Name:</u>	<u>Address:</u>
German Alejandro Cuervo Berg - President and Secretary	3191 Coral Way, Suite 640 Miami, Florida 33145

This instrument prepared by:
George S. Zamora, Esquire
3191 Coral Way, Suite 404
Miami, Florida 33145
FBN: 871605

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Stefan Carlsson -
Vice President and Treasurer

3191 Coral Way, Suite 640
Miami, Florida 33145

ARTICLE VIII -- INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

George S. Zamora
3191 Coral Way, Suite 404
Miami, Florida 33145

ARTICLE IX -- BY-LAWS

The by-laws of this corporation may be adopted, altered, amended or repealed by either of the stockholders or the Board of Directors.

ARTICLE X -- INDEMNIFICATION

The corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE XI -- PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.


This instrument prepared by:
George S. Zamora, Esquire
3191 Coral Way, Suite 404
Miami, Florida 33145
FBN: 871605

Articles of Incorporation
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ARTICLE XII -- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation in accordance with the provisions of the Florida General Corporation Act. The undersigned has executed these Articles of Incorporation this 31st day of January, 2005.




George S. Zamora

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, George S. Zamora, whose address is 3191 Coral Way, Suite 404, Miami, Florida 33145 hereby accepts the designation as registered agent for Qi Elements Inc., a Florida corporation.



George S. Zamora

This instrument prepared by:
George S. Zamora, Esquire
3191 Coral Way, Suite 404
Miami, Florida 33145
FBN: 871605

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