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FLORIDA PROFIT CORPORATION OR P.A.

third millennium marketing inc.

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Articles of Incorporation
Third Millennium Marketing, Inc., a Florida corporation
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**ARTICLES OF INCORPORATION
OF
THIRD MILLENNIUM MARKETING 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:

THIRD MILLENNIUM MARKETING 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:

3950 S.W. 4th Street
Miami, Florida 33134

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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Articles of Incorporation
Third Millennium Marketing, Inc., a Florida corporation
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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:

Name:	Address:
Beatriz Faraldo -	3950 S.W. 4 th Street Miami, Florida 33134

ARTICLE VII -- OFFICERS

The initial corporate officers shall be:

Name:	Address:
Beatriz Faraldo - President and Secretary	3950 S.W. 4 th Street Miami, Florida 33134
Sergio Faraldo - Vice President and Treasurer	3950 S.W. 4 th Street Miami, Florida 33134

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

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.

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.

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

The undersigned has executed these Articles of Incorporation this 4th day of April, 2005.

ACCEPTANCE OF REGISTERED AGENT

George S. Zamora

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