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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : LAW OFFICE OF RAWNY GARAY, P.A.

Account Number : I2004000004 Phone : (305)373-8355 Fax Number : (305)373-8353

FLORIDA PROFIT CORPORATION OR P.A.

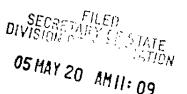
Smile Space Group, Corp.

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ARTICLES OF INCORPORATION OF SMILE SPACE GROUP, CORP.

CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

SMILE SPACE GROUP, CORP. 17100 Collins Avenue Suite 108 Sunny Isles, FL 33160

ARTICLE II CORPORATE EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III NATURE OF CORPORATE BUSINESS

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

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue a maximum of five thousand (5000) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Rawny Garay, Esq. 19 West Flagler Street Suite 707 Miami, Florida 33130

Law Offices of Rawny Garay, P.A. 19 West Flagler Street Suite 707 Miami, FL 33130

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one.

The names and addresses of the initial directors of this Corporation are:

NAME & ADDRESS

Maria Luz Alvarez 17100 Collins Avenue Suite 108 Sunny Isles, FL 33160

Osvaldo Alonso 17100 Collins Avenue Suite 108 Sunny Isles, FL 33160

The members of this Board of Directors shall hold office until the first annual meeting of stockholders of the Corporation.

ARTICLE VII INCORPORATOR

The name and post office of the Incorporator executing these Articles of Incorporation is as follows:

INCORPORATOR & ADDRESS

Maria Luz Alvarez 17100 Collins Avenue Suite 108 Sunny Isles, FL 33160

The undersigned, being the original subscriber to these Articles of Incorporation, for the purpose of forming a Corporation for profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and, accordingly, has hereunto set his hand and seal this Zorday of AFEL ..., 2005.

Maria Luz Alvarez

Law Offices of Rawny Garay, P.A. 19 West Flagler Street Suite 707 Mlami, FL 33130

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STATE OF FLORIDA)	
)	55
COUNTY OF DADE	}	

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of DADE to take acknowledgments, personally appeared Rawny Garay, Esq., the person described as Incorporator in the foregoing Articles of Incorporation who presented the following identification:

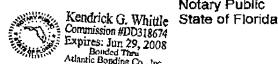
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WITNESS my hand and seal at Miami-Dade County, Florida this____day of

APRIL , 2005.

My Commission expires:



CERTIFICATE DESIGNATING REGISTERED AGENT FOR SERVICE OF PROCESS

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates Rawny Garay, Esq., as its registered Agent to accept service of process within this State.

The undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.

Law Offices of Rawny Garay, P.A. 19 West Flagler Street Sulte 707 Miami, FL 33130