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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
RAY STORMONT
PHONE: (305) 541-3894
FAX: (305) 541-3770

NAME: ABROAD SHOPPING INC.
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

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JAN-23-1995 17:54 FROM EMPIRE

ARTICLES OF INCORPORATION OF

FILED
JUN 24 1995
FALLS CHURCH, VA

ARTICLE I - NAME

The name of this corporation is: **ABROAD SHOPPING INC.**

with the principal place of business located at: **121 NE 3rd Ave # 208
MIAMI -FL - 33132**

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United State and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar par (\$1.00) per value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE

The street address of the registered office of this corporation is:

121 NE 3rd Ave # 208 MIAMI -FL - 33132

The name of the initial Registered Agent of this corporation is:

RIVARDO SILVA CABRAL

B & L Business Legal
Elyane Becktinger
141 N.E. 3rd St. # 206
Miami, FL 33132
(305) 373-6211

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 02 director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial director(s) of this corporation :

NIVARDO SILVA CABRAL - PRESIDENT/TREASURER
ALEXANDRE HOLLANDA CABRAL - SECRETARY

ARTICLE VII - INCORPORATOR

The name and address of the person signing this article is:

NIVARDO SILVA CABRAL - 10001 NW 72nd St # A-105
Miami - FL - 33176

ARTICLE VIII - INDEMNIFICATION

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

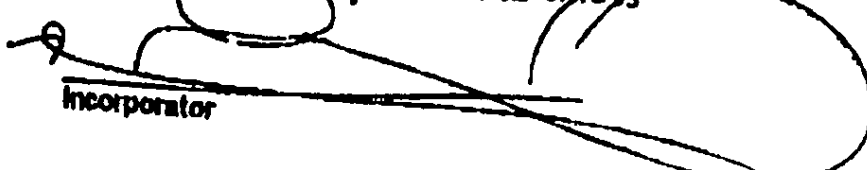
ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholder.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of JANUARY of 1995


Incorporator

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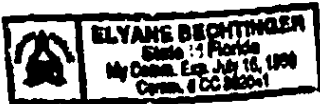
STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared NIVARDO SILVA CABRAL known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 23 day of JANUARY, 1995.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



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H9 500 000 0900

CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That **ABROAD SHOPPING INC.** desiring to organize under
the laws of the State of Florida, which will have its principal office in the County of Dade,
State of Florida, has appointed **NIVARDO SILVA CABRAL**
, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of

to accept service of process for the above stated corporation, at the place designated in
this certificate, I hereby agree to act in the capacity of Registered Agent for said
corporation, and agree to comply with the applicable provision of the Florida Statutes,
this 23 day of JANUARY, 19 95


Registered Agent

H9 500 000 0900