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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
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FROM: EMPIRE CORPORATE KIT COMPANY
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: PERFILES ARTISTICOS, INC.
FAX AUDIT NUMBER: H95000004729
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ARTICLES OF INCORPORATION
OF
PERFILES ARTISTICOS, INC.

ARTICLE I- NAME

The name of the corporation is PERFILES ARTISTICOS, INC.

ARTICLE II- ADDRESS

The principal office or mailing address of this corporation shall be located at

Perfiles Artisticos, Inc.
73 N.W. 65th Avenue
Miami, FL 33126

ARTICLE III- DURATION

This corporation shall exist in perpetuity.

ARTICLE IV- PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 100 S. Biscayne Blvd., Suite 800, Miami, FL 33131 and the name of the registered agent of this corporation is Timothy H. Crutchfield.

ARTICLE VI- CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated "Common Shares."

This instrument prepared by:

-1-

Timothy H. Crutchfield, Esquire
100 S. Biscayne Blvd.,
Suite 800
Miami, FL 33131
FBN: 621617
(305) 374-1300

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ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have three directors 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. The names and addresses of the initial directors and officers of this corporation are:

Director and President: Milton Oswaldo Lozano
1732 Meridian Avenue
Apt. 503
Miami Beach, FL 33139

Director and Vice President: Miguel Mejia
61 W. 62nd Street,
Apt. 24N
New York, NY 10023

Director and Secretary: Virgilio Vara
5055 Collins Avenue
Apt. 5 J
Miami Beach, FL 33140

ARTICLE VIII- INCORPORATOR

The name and address of the person signing these Articles is:

Timothy H. Crutchfield
100 S. Biscayne Blvd., Suite 800
Miami, FL 33131

ARTICLE IX- BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X- POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI- INDEMNIFICATION

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

ARTICLE XII- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 25th day of April, 1995.


TIMOTHY H. CRUTCHFIELD

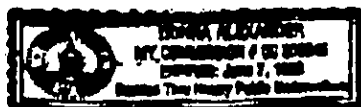
STATE OF FLORIDA
SS
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Timothy H. Crutchfield, to me well known, and known to me to be the individual described in and who executed the foregoing instrument as subscribed hereto.

WITNESS my hand and official seal this 25 day of April, 1995.


Notary Public, State of Florida
Printed Name: DONNA ALEXANDER

My commission expires:



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DESIGNATION OF REGISTERED AGENT

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with the requirements and made a part of the Articles of Incorporation of the corporation.

That, Profiles Artistica, Inc., desiring to organize under the Laws of the State of Florida, with its registered office and agent as indicated in the Articles of Incorporation, has named Timothy H. Crutchfield, as its Registered Agent to accept service of process within this State.

Acceptance of appointment as
Registered Agent


TIMOTHY H. CRUTCHFIELD

This instrument prepared by:

Timothy H. Crutchfield, Esquire
100 S. Biscayne Blvd.,
Suite 800
Miami, FL 33131
FBN: 621617
(305)

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TALLAHASSEE, FLORIDA

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