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FLORIDA DIVISION OF CORPORATIONS  
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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: T.B.S.L., INC.

AUDIT NUMBER.....H97000002752

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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**ARTICLES OF INCORPORATION OF**

**T.E.S.L., INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms the corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

**T.E.S.L., INC.**

The principal place of business of this corporation shall be:

**C/O:2650 S.W. 27 AVENUE, SUITE 304**

**MIAMI, FLORIDA 33133**

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 20,000 shares of common stock having \$1.00 per value per share, all of one class.

**ARTICLE IV. ADDRESS**

The street address of the initial registered office of the corporation shall be 2650 S.W. 27 AVENUE, SUITE 304, MIAMI, FLORIDA 33133 and the name of the initial registered agent of the corporation at that address is MAGDA MONTIEL DAVIS.

Prepared by:  
Magda Montiel Davis, P.A.  
2650 S.W. 27 Avenue, Ste. 300  
Miami, Florida 33133  
Attorney State License # 236901  
(305) 446-1151

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EMPIRE CORPORATE KIT

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**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. PREEMPTIVE RIGHTS**

Every shareholder 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/her pro rata share thereof at the price at which it is offered to others.

**ARTICLES VII. DIRECTORS**

This corporation shall have a board of directors consisting of no less than one director. The initial Board of Directors shall be:

**REINALDO LUCIANI, President**

**C/O 2650 S.W. 27 AVENUE, SUITE 304**

**MIAMI, FLORIDA 33133**

**ARTICLE VIII. INCORPORATOR**

The name and street address of the Incorporator of this corporation is: **MAGDA MONTIEL DAVIS, 2650 S.W. 27 AVENUE, SUITE 304 MIAMI, FLORIDA 33133.**

**ARTICLE IX. AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE X. MANAGEMENT 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 direction of, the shareholders of this corporation. The power to adopt By-Laws is reserved to the shareholders and may take the form of a shareholder agreement.

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IN WITNESS WHEREOF, I, the undersigned subscriber have hereunto set my hand and seal this 20 day of December 1996 for the purpose of forming this Corporation under the laws of the State of Florida.



MAGDA MONTIEL DAVIS

INCORPORATOR

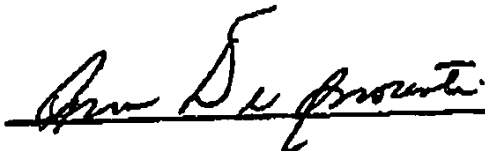
STATE OF FLORIDA )

: SS

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 20 day of December, 1996. by

MAGDA MONTIEL DAVIS, who is personally known to me and who did take an oath.



Notary Public, State of Florida at Large

My Commission Expires:

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EMPIRE CORPORATE KIT

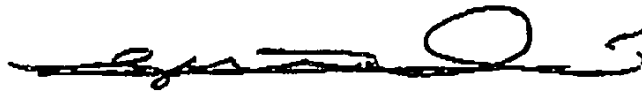
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**ACCEPTANCE OF APPOINTMENT**

The undersigned, designated registered agent in the foregoing Articles of Incorporation hereby accepts such appointment as registered agent, and states that she is familiar with and accepts the obligations provided for in Florida Statutes 607.0501.

IN WITNESS WHEREOF I have hereby set my hand and seal this 20 day of December 1996.



**MAGDA MONTEL DAVIS**

**REGISTERED AGENT**

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