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Law Offices of
Louis Vernell, P.A.

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October 2, 1997

Secretary of State
Division of Corporation
409 E. Gaines St.
Tallahassee, FL 32399

Re: South Beach Developers, Inc.

~~600002311216--6~~
~~****122.50****122.50~~

Enclosed herewith please find the following:

1. Original and one copy of articles of Incorporation re the captioned.
2. Check in the amount of \$122.50 representing payment for the following:

(a) Filing fee	\$35.00
(b) Resident Agent fee	\$35.00
(c) Certified copy	\$52.50
	<u>\$122.50</u>

600002311216--6
-10/03/97--01061--016
****122.50 ****122.50

I would appreciate your accepting the enclosed for filing and your returning a certified copy thereof at your earliest convenience.

In extending my appreciation for your cooperation and courtesy, I remain.

Very truly yours,


LOUIS VERNELL
LV/kt

FILED
97 OCT -3 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J Medeau OCT - 6 1997

ARTICLES OF INCORPORATION
OF
SOUTH BEACH DEVELOPERS, INC.

FILED
97 OCT -3 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED do hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

SOUTH BEACH DEVELOPERS, INC,

ARTICLE II

The corporation shall have perpetual existence upon the full execution hereof.

ARTICLE III

The general purpose for which this corporation is organized is to transact any and all lawful business permitted under the laws of the State of Florida.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value</u>	<u>Class of stock</u>
1,000	None	Common

All of said stock shall be payable in cash, property, real or personal, or labor or service in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE V

The street address of the initial registered principal office of this corporation is as follows:

Unit # 209
3601 Northeast 170th Street
North Miami Beach, FL 33160

ARTICLE VI

This corporation shall have at least one director, but not more than three directors at any one time unless the shareholders, by a majority vote hereafter, determine that the number of directors should be otherwise changed. The names and addresses of the original directors and incorporators of the corporation who shall hold office for the first year or until their successors are duly elected and qualified shall be:

RAUL LOPEZ
3601 Northeast 170th Street
North Miami Beach, FL 33160

OSVALDO GALLI
Unamuno No. 1559
Quilmes, Buenos Aires,
Argentina

ARTICLE VII

The name and address of the resident agent herein is:

Law Office of LOUIS VERNELL, P.A.
The Professional Building
2020 Northeast 163rd Street
Suite 300
North Miami Beach, FL 33162


ARTICLE VIII

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever.

ARTICLE IX

This corporation, by duly adopted action of the Board of Directors, may indemnify and insure its officers and directors to the extent permitted by law, either now existing or hereafter enacted.

IN WITNESS WHEREOF, the undersigned, being the original incorporators of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, do hereby make and execute these Articles, hereby declaring and certifying that the facts herein stated are true and, accordingly, these Articles have been duly executed this 21 day of September, 1997.



RAUL LOPEZ

OSVALDO GALLI

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared RAUL LOPEZ,
OSVALDO GALLI who being first duly sworn, did state and declare
that they did execute the foregoing Articles of Incorporation for the purposes as therein
expressed. (PERSONALLY KNOWN)



NOTARY PUBLIC



Louis Vernet
My Commission CC803178
Expires November 21, 2000

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in
compliance with said Act:

First-That SOUTH BEACH DEVELOPERS, INC.
(Name of Corporation)
desiring to organize under the laws of the State of FLORIDA
(Name of State)
with its principal office, as indicated in the articles of incorporation at City of N. MIAMI BCH
(City)
County of DADE, State of FLORIDA has named LOUIS VERNELL
(County) (State) (Name of Resident Agent)
located at 2020 NE 163rd ST., SUITE 300 City of NORTH MIAMI BEACH,
(Street address and number of building, (City)
Post Office Box address not acceptable)
County of DADE State of Florida, as its agent service of process within this
state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place
designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

BY: _____

Signature
Registered Agent

FILED
97 OCT -3 AM 8 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA