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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
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NAME: HOLLYWOOD CONNECTS, INC.

AUDIT NUMBER.....H97000018772

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

CERT. OF STATUS..0

PAGES..... 2

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ARTICLES OF INCORPORATION
OF
HOLLYWOOD CONNECTS, INC.

The undersigned subscriber to these articles of incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the state of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HOLLYWOOD CONNECTS, INC.

The principal place of business of this corporation shall be 5958 JOHNSON STREET HOLLYWOOD FL 33024.

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 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 5958 JOHNSON STREET HOLLYWOOD FL 33024. The name of the initial registered agent of the corporation at that address is MARINA JIMENEZ.

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 pro rata share thereof at the price at which it is offered to others.

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Prepared by:
ACE Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 358-2571

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ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have four officers/directors, initially. The name and street address of the initial officers/directors who shall hold office for the first year of the corporation and every year thereafter until their successors are elected or appointed are:

ADAN ROSARIO - PRESIDENT/DIRECTOR
6412 CUSTER STREET
HOLLYWOOD, FL 33024

MARIA ROSARIO VICE PRESIDENT/DIRECTOR
6412 CUSTER STREET
HOLLYWOOD, FL 33024

MARINA JIMENEZ SECRETARY/DIRECTOR
7208 MCKINLEY STREET
HOLLYWOOD, FL 33024

JOSE JIMENEZ - TREASURER/DIRECTOR
7208 MCKINLEY STREET
HOLLYWOOD, FL 33024

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ARTICLE VIII. SUBSCRIBER

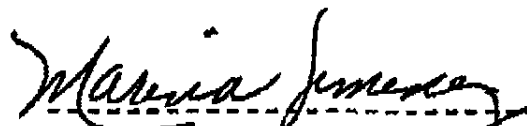
The names and street address of the subscribers to these articles of incorporation is:

MARINA JIMENEZ
7208 MCKINLEY
HOLLYWOOD, FL 3302433

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 10th day of November 1997.


MARINA JIMENEZ - SUBSCRIBER

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


MARINA JIMENEZ - REGISTERED AGENT

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