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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. **TERESTA GROUP, INC.**
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

K. Rolfe **APR 15 1998**

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 98 APR 15 AM 11:10
 DIVISION OF CORPORATIONS

Examiner's Initials

**ARTICLE OF INCORPORATION
OF
“TERESTA Group, Inc.”**

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ARTICLE I - NAME

The name of the corporation shall be “ TERESTA Group, Inc.”

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation and its object and powers shall be to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of share of stock this corporation is authorized to have outstanding at any time shall be 500 hundred shares of common stock of the par value of \$ 1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors.

ARTICLE IV - TERM OF EXITENCE

This corporation shall have perpetual existence from the date of the incorporator’s execution and adoption of these Articles of Incorporation.

ARTICLE V - INITIAL REGISTERED AGENT & OFFICE

The initial registered agent of the corporation and the street of the initial registered office is as follow:

**Angelo Pizzuto
1111 Kane Concourse - Suite 600
MIAMI Beach- FLORIDA 33154**

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The address of the principal office and initial street address, in this State, of this corporation, is : 1111 Kane Concourse - Suite # 600 , MIAMI Beach, FLORIDA 33154.

The board of directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII - INITIAL DIRECTOR AND INCORPORATOR

The name and the street address of the person signing these articles and the name and address of the persons who shall serve on the first board of directors is:

BOARD OF DIRECTORS

- 1) Walter Di Leo
540 Brickell Key Dr., # 1615
MIAMI FL 33131**

- 2) Claudio R. Scarbi
3003 N.W 3rd Ave., #1
Pompano Beach, FL 33064**

INCORPORATOR

**Angelo Pizzuto
1111 Kane Concourse
MIAMI Beach FL 33154**

**CERTIFICATE DESIGNATING REGISTERED
AGENT AND PLACE OF BUSINESS OR DOMICILE
FOR THE PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with the Florida Law the following is submitted:

**TERESTA Group, Inc. ,desiring to organize or qualify under the Laws
of the State of Florida, with its principal place of business at 1111 Kane
Concourse MIAMI Beach FLORIDA 33154,has named Angelo
PIZZUTO as its agent to accept service of process within FLORIDA.**

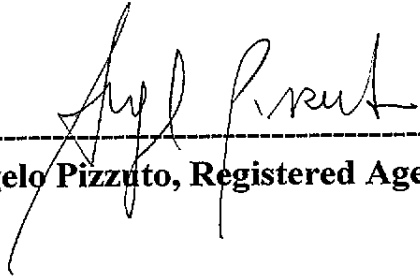
Dated: 4/8/98



ANGELO PIZZUTO

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for TERESTA Group, Inc., at the place designated by this Article of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S 607.050(3).



Angelo Pizzuto, Registered Agent

ARTICLE VIII - AMENDMENT

This article of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholder's sign a written statement manifesting their intention that a certain amendment of these Article of Incorporation be made.

IN WITNESS WHEREOF, I, the incorporator above named, has hereunto set my hand and seal this day of 8, April 1998.



ANGELO PIZZUTO

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