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LETTER OFFICES

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April 17, 1998

Ms. Kimberly Rolfe
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Ms. Rolfe:

Enclosed you will find the original (and one copy) Articles of Incorporation of Antonio's
Ideas Inc. Additionally, I have enclosed a check for \$122.50 to cover the filing fees.

A self-addressed stamped envelope has been provided for the return of my certified copy.
If there are any errors or questions, please phone or write.

Thank you for your attention to this matter.

Very Truly Yours,


Michael I. Finesilver, Esq.

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Enclosure

K. Rolfe

APR 20 1998

FILED
98 APR 20 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ANTONIO'S IDEAS, Inc.**

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98 APR 20 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be Antonio's Ideas, Inc.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation will be 808 NE 73 Street, Miami, Florida, 33138.

ARTICLE III

TERM OF EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law, commencing on the date and time of filing of the Articles of Incorporation by the Department of State stated herein below.

ARTICLE IV

PURPOSE AND POWERS

This corporation is organized for the purpose of transacting any and all lawful business and shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock having par value of \$1.00 per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 420 Lincoln Road, #372, Miami Beach, Florida 33139, and the initial registered agent is Michael I. Finesilver.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be increased from time to time as provided in the by-laws. The names and addresses of the initial directors and principal office of this Corporation are:

**Luis Antonio Otero Bon
808 NE 73rd Street
Miami, Florida 33138**

ARTICLE VIII

INCORPORATORS

The name(s) and address(es) of the people signing these Articles of Incorporation are:

**Luis Antonio Otero Bon
808 NE 73rd Street
Miami, Florida 33138**

ARTICLE IX

EXECUTIVE COMMITTEE

The Board of Directors may, by resolution, designate one or more of their number to substitute an Executive Committee, who, to the extent provided in such resolution, or in the by-laws of the Corporation, shall have and may exercise the powers of the Board or Directors. The Board of Directors may, by resolution, discontinue the Executive Committee or change the members thereof at any time.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former or director or member of the Executive Committee or any shareholder to the full extent provided by law.

ARTICLE XI

AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators execute these Articles of Incorporation this 17 day of April, 1998.


Luis Antonio Otero Bon

STATE OF Florida
COUNTY OF Dade

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared

Luis Antonio Otero Bon

known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: FL DL 0360 521 64 381 0 and that an oath ~~(was)~~ (was not) taken.

Notary Rubber Stamp Seal



MICHAEL I. FINESILVER
My Commission CCS43865
Expires Jun. 07, 2000

Witness my hand and official seal in the County and State last aforesaid this 17 day of April, AD 1998.


Notary Signature

Michael I. Finesilver
Printed Notary Signature

**DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 607.050, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:**

That Antonio's Ideas, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at the City of Miami, State of Florida, has named Michael I. Finesilver, located at 420 Lincoln Road, Suite 372, City of Miami Beach, State of Florida as its agent to accept Service of Process within Florida.

SIGNATURE: _____

TITLE: _____

DATE: _____

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further state that I am familiar with the obligations of this position and agree to comply with the provisions of all statutes relative to the proper performance of my duties.

SIGNATURE: _____

DATE: _____

FILED
98 APR 20 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA