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May 22nd, 1998

New Filing Section
Florida Department of State / Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32301

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-05/27/98--01031--024
***122.50 ***122.50

Gentlemen:

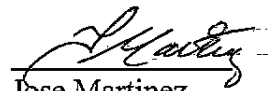
Enclosed find the Articles of Incorporation for " ALLSTAR LATIN PROMOTIONS, INC. " together with a money order in the amount of \$ 122.50 to cover for the filing fees and the agent registration.

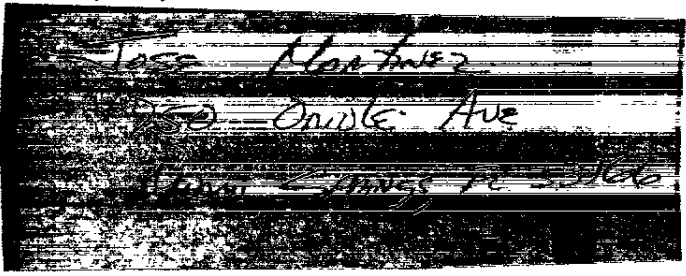
Please submit all mail to :

Jose Martinez
750 Oriole Avenue
Miami Springs, Florida 33166

Thank you for your kind attention to this matter.

Sincerely,


Jose Martinez
(305) 262- 4052



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DIVISION OF CORPORATIONS
98 MAY 27 PM 2:44

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ARTICLES OF INCORPORATION

OF

ALLSTAR LATIN PROMOTIONS, INC

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The undersigned subscribers each a natural person or licensed corporation competent to contract, hereby associates themselves to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is :

ALLSTAR LATIN PROMOTIONS, INC.

ARTICLE II. NATURE OF BUSINESS.

The general nature of business os for the purpose of transacting any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III. DURATION.

This corporation is to exist perpetually commencing on the date of execution of these articles.

ARTICLE IV. CAPITAL STOCK.

This corporation is authorized to issue One Hundred Shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V. INITIAL OFFICE AND ADDRESS
REGISTERED AGENT DESIGNATION.**

The principal place of business of this corporation is in Miami, Florida and its mailing address is 8518 S.W. 8 Street suite #202, Miami, Florida 33144.

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The Registered Agent of this corporation is:

Felix Zabala and his address is:

8860 S.W. 10 Terrace
Miami, Florida 33174.

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

ACCEPTED BY:



Felix Zabala

ARTICLE VI. INITIAL BOARD OF DIRECTORS.

This corporation may have one or more directors, initially the number of directors may be either increased or diminished from time to time by the by-laws, but shall be less than one.

The name and address of the director is:

Felix Zabala, President
8860 S.W.10 Terrace
Miami, Florida 33174

ARTICLE VII. INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by the law.

ARTICLE VIII. AMENDMENT.

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX.

INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Felix Zabala
8860 S.W. 10 Terrace
Miami, Florida 33174

The undersigned subscriber has executed these Articles of Incorporation this May 22nd, 1998.


Felix Zabala