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FLORIDA DIVISION OF CORPORATIONS
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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MIAMI UNDER THE SUN PROMOTIONS, INC.

AUDIT NUMBER.....H98000018437

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

CERT. OF STATUS..0

PAGES..... 4

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ARTICLES OF INCORPORATION

OF

MIAMI UNDER THE SUN PROMOTIONS, INC.

98 OCT -5 PM 2:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby execute(s) and acknowledges the Incorporation is order to organize and incorporate a business for non-profit.

ARTICLE I - NAME

The name of the corporation is MIAMI UNDER THE SUN PROMOTIONS, INC. with its principal place of business located at 500 Campana Avenue, Coral Gables, Fl 33156.

ARTICLE II - PURPOSE

The purpose of this corporation is to engage in any or all lawful business activity for which a corporation is permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The total number of shares of capital stock which this corporation shall be authorized to issue is one hundred shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollars (\$1.00) per share.

ARTICLE IV - CAPITALIZATION

The amount of capital with which the Corporation will begin shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V - DURATION

The Corporation shall have perpetual existence, provided that all of the requirements of the law are met.

ARTICLE VI - PRINCIPAL OFFICE

The initial office of this corporation is 500 Campana Avenue, Coral Gables, Fl 33156.

ARTICLE VII - SUBSCRIBER

The name and addresses of each person signing these Article of Incorporation, as a subscriber is:

NAME

ADDRESS

MARCO GASCON
M. TERESA CHAMORRO

500 Campana Avenue
Coral Gables, Fl 33156

PREPARED BY:
DIEGO E. CORDOVA, C.P.A.
8905 S.W. 87TH Avenue, Suite #200
Miami, Fl 33176

(306)925-0131

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ARTICLE VIII - OFFICERS

The initial officers (s) of the corporation is (are):

MARCO GASCON
M. TERESA CHAMORRO

President
Vice President

ARTICLE IX - DISSOLUTION

This corporation may be dissolved at any time by unanimous written consent of the shareholders; or on the affirmative vote of the holders of at least fifty one percent of the outstanding shares of the Corporation entitled to vote thereon. On dissolution, the Corporation's property and assets shall, after payment of all shareholders pro rata, each shareholder to participate in the distribution in proportion to the number of shares held by him/her.

ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder shall have a preemptive right to acquire unissued or treasure share of the corporation or its securities that are convertible into, or carry a right to subscribe to or acquire shares.


MARCO GASCON


M. TERESA CHAMORRO

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STATE OF FLORIDA }
 } SS:
 COUNTY OF DADE }

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared MARCO GASCON, known to be the person who executed the foregoing Articles of Incorporation, and he/she acknowledge before me that he/she executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 14TH day of SEPTEMBER, 1998.



CARIDAD LEY TRUJILLO
 MY COMMISSION # CC405670 EXPIRES
 August 2, 1998
 BONDED THROUGH FARM INSURANCE, INC.

Caridad Ley Trujillo
 Notary Public, State of Florida
 At Large

My commission expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in this Articles, I hereby accept this appointment and agree to comply with the provisions of Florida Statutes 48.091 relative to keeping open said office.

Marco Gascon
 MARCO GASCON
 500 Campana Avenue
 Coral Gables, FL 33156

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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