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ARTICLES OF INCORPORATION
OF

BELQUIZ, 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

The name of the corporation is:

BELQUIZ, INC.

ARTICLE II

POWER AND PURPOSES - This corporation is organized for the purpose of transacting any business lawful under the laws of the State of Florida.

ARTICLE III

CAPITALIZATION - The maximum number of shares that this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock.

ARTICLE IV

INITIAL CAPITAL - The amount of capital which this corporation will begin with is (\$100.00) one hundred DOLLARS.

ARTICLE V

COMMENCEMENT AND DURATION - This corporation is to commence existence on the date of the issuance of its charter by the Secretary of State of Florida and shall exist perpetually.

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Florida Bar No. 435414
4000 Hollywood Blvd., Suite 735 South
Hollywood, Florida 33021 Tel: (954) 966-2501

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ARTICLE VI

PRINCIPAL PLACE OF BUSINESS - The corporation shall have its principal place of business at: 2000 Island Blvd., Suite 3007, Aventura, Florida 33160. The corporation shall have a mailing address at: 4000 Hollywood Blvd., Suite 735 South, Hollywood, Florida 33021.

The board of directors may, from time to time, move the principal office to any other address in the State of Florida and establish branch offices in any place within the State of Florida as the corporation may desire.

ARTICLE VII

DIRECTORS - This corporation shall have one (1) directors initially; the number of directors may be increased or decreased from time to time by the By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

OFFICERS AND DIRECTORS - The names and addresses of the officers and first Board of Directors of the corporation are as follows:

Guisela Cardenas-President-Secretary-Director-2000 Island Blvd., Suite 3007, Aventura, Fl., 33160

The following constitutes the subscriber to these Articles of Incorporation:

Guisela Cardenas-2000 Island Blvd., Suite 3007, Aventura, Fl. 33160

ARTICLE IX

AMENDMENT - These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of directors,

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proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon.

ARTICLE X

REGISTERED AGENT - The name and address of the Registered Agent for this corporation is as follows:

Michael Heidt- 4000 Hollywood Blvd., Suite 735 South, Hollywood, Florida 33021

The Registered Agent shall act as its agent to accept service of process within the State of Florida at the address indicated in this Article.

I, THE UNDERSIGNED, being the original subscriber to these Articles of Incorporation, for the purpose of forming a corporation for profit to do business, both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and, accordingly, have set my hand this 24th day of February, 1999.



GUISELA CARDENAS

STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared GUISELA CARDENAS who produced Employment Authorization

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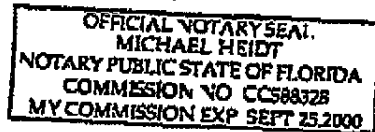
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A076999444 as identification and did not take an oath, who subscribed to the foregoing Articles of Incorporation and acknowledged before me that he did subscribe thereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and seal in the State and County set forth above this 2nd day of February, 1999.



Notary Public, State of Florida, at large



Printed Name of Notary

Commission No.

My Commission expires:

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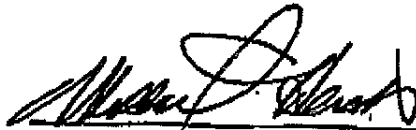
DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Florida Statute 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

The name of the corporation is Belquiz, Inc. The name of the Registered Agent is Michael Heidt. The address of the Registered Agent/Registered Office is 4000 Hollywood Blvd., Suite 735 South Hollywood, Florida 33021.

ACCEPTANCE

Having been named as registered Agent and designated to accept service of process for the above corporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



MICHAEL HEIDT

Date: 2/24/99

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TALLAHASSEE FLORIDA

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