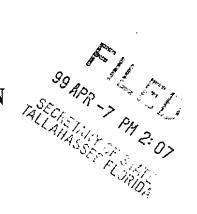
OFFICE USE ONLY (Document #) LAZARUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) (Phone #) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Corporation Name) (Document #) (Document #) (Corporation Name) (Document #) (Corporation Name) Certified Copy Certificate of Status Will wait Photocopy Mail out AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILINGS **OUALIFICATION** Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

ARTICLE OF INCORPORATION OF "PONTI PRODUCTION, Inc."



ARTICLE I - NAME

The name of the corporation shall be "PONTI PRODUCTION, 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 EXISTENCE

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
1001 Brickell Bay Drive - Suite 1508
MIAMI - FLORIDA 33131

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The address of the principal office and initial street address, in this State, of this corporation, is: 1001 Brickell Bay Drive - Suite # 1508, MIAMI, FLORIDA 33131.

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) Ponti Maurizio 10140 W. Bay Harbor Dr.

Bay Harbor Islands FL 33154

2) Maria Forneris10140 W. Bay Harbor Dr.Bay Harbor Islands, FL 33154

INCORPORATOR

Angelo Pizzuto 1001 Brickell Bay Drive Suite 1508 Miami, FL 33131

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:

Ponti Production, Inc., desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 1001 Brickell Bay Drive, Suite 1508 MIAMI FLORIDA 33131,has named Angelo PIZZUTO as its agent to accept service of process within FLORIDA.

Dated:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Ponti Production, 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

These 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 , 1999.

Maurizio Ponti