

P99000039884

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA PROFTT CORPORATION OR P.A.

s.b.c. import export corporation

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

B. McKnight MAY 03 1999

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ARTICLES OF INCORPORATION

S.B.C. Import Export Corporation

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon signing of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is

S.B.C. Import Export Corporation

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation engage in any activity or business permitted under the law of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared By: David S Hernandez
210 University Drive #502
Coral Springs, FL 33071
954-346-7288

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ARTICLE VII. Initial Registered Office and Agent. The street address of the initial registered office of this corporation is: 6465 Racquet Club Dr., Lauderhill, FL, 33319 and the name of the initial registered agent of this corporation at that address is Sergio Bigio.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 3 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation is:

Sergio Bigio/Clariss Damiani/Joao Roberto Naguel
6465 Racquet Club Drive
Lauderhill, FL 33319

ARTICLE IX. Officers. The initial officers of the corporation will be: Sergio Bigio, President/Treasurer
Clariss Damiani, Vice President/ Joao Roberto Naguel,
Secretary.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Sergio Bigio
6465 Racquet Club Drive
Lauderhill, FL 33319

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

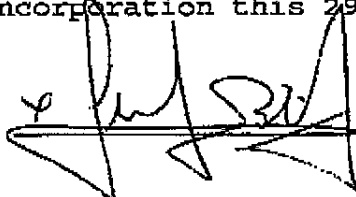
ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 6465 Racquet Club Drive, Lauderhill, Florida, 33319.

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IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 29th day of
April, 1999.

 (SEAL)

STATE OF FLORIDA }
COUNTY OF BROWARD }

BEFORE ME, the undersigned authority, personally
appeared, Sergio Bigio, known to be and known by
me to be the person who executed the foregoing Articles of
Incorporation and he/she acknowledged before me that he/she
executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 29th day of
April, 1999.

NOTARY PUBLIC

My Commission Expires: _____

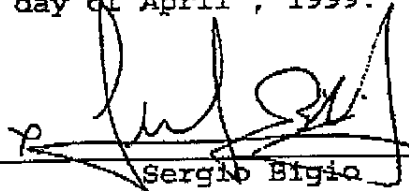
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CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State State of Florida
Division of Corporations Department of State
Tallahassee, FL 32304

I, Sergio Bigio do hereby consent to serve
as registered agent for the corporation, S.B.C. Import Export
Corporation this day of 29th day of April , 1999.


Sergio Bigio

Address of registered agent:

6465 Racquet Club Drive
Lauderhill, FL 33319

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