

SAENZ, ROBLEDO, SAX & COMPANY, P.A.

CERTIFIED PUBLIC ACCOUNTANTS AND CONSULTANTS

8180 N.W. 36 STREET #100 • MIAMI, FLORIDA 33166-6650

Telephone: 305 477-6969 • Fax: 305 592-9699

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P99000049110

EDUARDO S. GONZALEZ, C.P.A.
ANTHONY ROBLEDO, C.P.A.
RAUL M. SAENZ, C.P.A.
ROBERT J. SAX, C.P.A.
SHIBIR H. SONGERWALA, C.P.A.
CIRA H. VILLAZON, C.P.A.

FT. LAUDERDALE OFFICE
1244 N. University Drive
Plantation, Florida 33322
Telephone: 954 370-2727
Fax: 954 370-2776

May 24, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
6-1-99

SUBJECT: PIACERE ENTERPRISES CORP.

500002887375--5
-05/26/99--01079--014
****122.50 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

△ \$70.00
Filing Fee

△ \$78.75
Filing Fee
& Certificate

✓ \$122.50
Filing Fee
& Certified Copy

△ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Saenz, Robledo, Sax & Company, P.A.

8180 N.W. 36 Street, #100

Miami, Florida 33166

305-477-6969

99 MAY 26 AM 10:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

B. BROCK JUN 1 1999

SRS

ARTICLES OF INCORPORATION

The Undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

EFFECTIVE DATE
6-1-99

Piacere Enterprises Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Romina Paula Kotliar
21205 Yacht Club Drive Apt 3009
Aventura, Florida 33180

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

7500

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Raul Saenz
8180 N.W. 36 Street, #100
Miami, Florida 33166

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

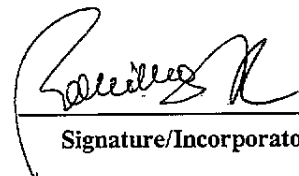
Romina Paula Kotliar
21205 Yacht Club Drive Apt 3009
Aventura, Florida 33180

FILED
99 MAY 26 AM 10:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI EFFECTIVE DATE

The effective date of this corporation will be:

June 1, 1999

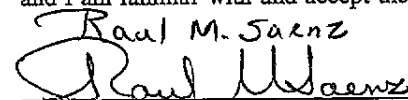


Signature/Incorporator

May 21, 1999

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.



Signature/Registered Agent

May 21, 1999

Date