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(Requestor's Name)

(Address)

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PICK-UP WAIT MAIL

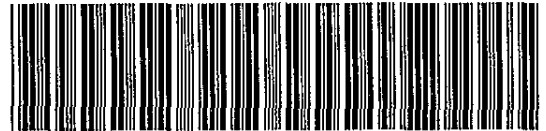
(Business Entity Name)

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STEPHEN R. OSTROW, P.A.

ATTORNEY AT LAW

229 N. Collier Blvd.
Marco Island, Florida 34145

Tel. (239) 389-0700
Fax (239) 389-0800

Admitted NY & FL

June 14, 2004

Florida Department of State
Division of Corporations
409 East Gaines Street
P.O. Box 6327
Tallahassee, Florida 32399

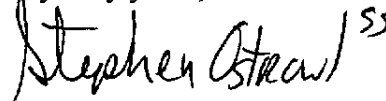
Re: TONY & JOEL, INC.

Gentlemen:

Enclosed please find the Articles of Incorporation for TONY & JOEL, INC., together with a check in the amount of \$78.75 made payable to Florida Department of State to cover the filing fees. Request is made that a certified copy of the articles be returned to me.

Thank you for your time and attention herein.

Very truly yours,

Handwritten signature of Stephen R. Ostrow in black ink, with a small 'SS' to the right of the signature.

Stephen R. Ostrow

SRO:ss

Enclosure

cc: Tony & Joel, Inc.

ARTICLES OF INCORPORATION

OF

TONY & JOEL, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I – NAME

The name of corporation shall be: TONY & JOEL, INC.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 229 North Collier Boulevard, Marco Island, Florida 34145.

ARTICLE III – PURPOSE

The purpose of the corporation shall be a for-profit purpose as authorized by Florida Law.

ARTICLE IV - CAPITAL STOCK

The number of shares that this corporation is authorized to have outstanding at any one time is: One Thousand (1000) shares of common stock at \$1.00 par value.

ARTICLE V – INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Stephen R. Ostrow, Esq., 229 North Collier Boulevard, Marco Island, Florida 34145.


ARTICLE VI – MANAGEMENT OF CORPORATION

The corporation shall not have a board of directors. Rather all corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of the corporation.

ARTICLE VI I– INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is: Stephen R. Ostrow, Esq., 229 North Collier Boulevard, Marco Island, Florida 34145.

The undersigned have executed these Articles of Incorporation this 14 day of June, 2004
I accept the appointment as registered agent.



STEPHEN R. OSTROW
INCORPORATOR and REGISTERED AGENT

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MARCO ISLAND, FLORIDA