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04 JUN 23 PM 4:03  
SECRETARY OF STATE  
MONTGOMERY COUNTY

Handwritten signature/initials

June 18, 2004

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P O BOX 6327  
TALLAHASSEE, FLORIDA 32314

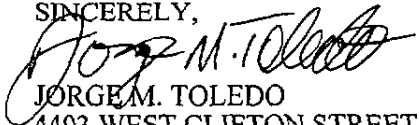
GENTLEMEN:

I ENCLOSE ARTICLES OF INCORPORATION OF TOLEDO PROPERTIES & INVESTMENTS, INC  
OF TAMPA, FLORIDA.

A MONEY ORDER IN THE AMOUNT OF \$70.00 COVERING THE REQUIRED FEE IS  
ENCLOSED.

FILING FEE	\$35.00
REGISTERED AGENT	<u>35.00</u>
	<u>70.00</u>

SINCERELY,

  
JORGE M. TOLEDO  
4403 WEST CLIFTON STREET  
TAMPA, FLORIDA 33614

ENCLS: ARTICLES OF INCORPORATION  
MONEY ORDER (\$70.00)

ARTICLES OF INCORPORATION  
OF  
TOLEDO PROPERTIES & INVESTMENTS, INC

THE UNDERSIGNED SUBSCRIBER, A NATURAL PERSON COMPETENT TO CONTRACT,  
FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAW OF THE STATE OF  
FLORIDA, ADOPTS THE FOLLOWING ARTICLES OF  
INCORPORATION FOR SUCH CORPORATION.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: THE NAME OF THE PROPOSED CORPORATION IS TOLEDO PROPERTIES &  
INVESTMENTS, INC

ARTICLE II

NATURE OF BUSINESS: THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR  
BUSINESS PERMITTED UNDER LAWS OF THE UNITED STATES OF AMERICA AND THE STATE  
OF FLORIDA, AND ANY AND ALL ACTS OR STATUTES AMENDATORY THEREOF  
SUPPLEMENTAL THERETO.

ARTICLE III

CAPITAL STOCK: THE TOTAL NUMBER OF SHARES OF STOCK WHICH THE  
CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE IS 7000 SHARES OF COMMON STOCK  
AT A PAR VALUE OF \$1.00 PER SHARE. STOCK MAY BE ISSUED BY THE CORPORATION FROM  
TIME TO TIME FOR SUCH CONSIDERATION AS MAY BE FIXED BY THE BOARD OF DIRECTORS.  
EACH SHARE OF COMMON STOCK SHALL REPRESENT ONE (1) VOTE.

UPON DISSOLUTION OR LIQUIDATION OF THE CORPORATION, THE HOLDERS OF  
STOCK SHALL BE ENTITLED TO DISTRIBUTION RATABLY AS THEIR HOLDING MAY APPEAR  
UPON THE STOCK RECORD OF THE CORPORATION.

ARTICLE IV

INITIAL CAPITAL: THE AMOUNT OF CAPITAL WITH THE CORPORATION WILL BEGIN  
BUSINESS IS \$200.00.

ARTICLE V

TERM OF EXISTENCE: THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI

ADDRESS: THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THE PROPOSED CORPORATION IN THE STATE OF FLORIDA IS 4403 WEST CLIFTON STREET TAMPA, FLORIDA 33614

ARTICLE VII

DIRECTORS: THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL NOT BE LESS THAN ONE OR MORE THAN THREE.

ARTICLE VIII

ADDRESS OF DIRECTORS: THE NAMES OF THE INITIAL OR FIRST DIRECTORS AND STREET ADDRESS OF THIS CORPORATION WHO IS SUBJECT TO THE PROVISIONS OF THIS CERTIFICATE OF CORPORATION BY BY-LAWS OF THIS CORPORATION AND THE GENERAL LAWS OF THE STATES OF FLORIDA, SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OR UNTIL HIS SUCCESSOR OR SUCCESSORS ARE ELECTED AND QUALIFIED ARE:

JORGE M. TOLEDO  
4403 WEST CLIFTON STREET  
TAMPA, FLORIDA 33614

PRESIDENT & TREASURER

EDUARDO TOLEDO  
4403 WEST CLIFTON STREET  
TAMPA, FLORIDA 33614

VICE PRESIDENT & SECRETARY

ARTICLE IX

INCORPORATORS: THE NAME AND ADDRESS OF THE INCORPORATORS AND THE NUMBER OF SHARES OR STOCK WHICH HE HAS AGREED TO TAKE IS:

JORGE M. TOLEDO  
4403 WEST CLIFTON STREET  
TAMPA, FLORIDA 33614

100 SHARES

EDUARDO TOLEDO  
4403 WEST CLIFTON STREET  
TAMPA, FLORIDA 33614

100 SHARES

ARTICLE X

REGISTERED AGENT AND REGISTERED OFFICE: THE NAME AND STREET  
ADDRESS OF THE REGISTERED AGENT AND REGISTERED OFFICE IS:

JORGE M. TOLEDO  
4403 WEST CLIFTON STREET  
TAMPA, FLORIDA 33614

ARTICLE XI

OTHER PROVISIONS:

A. THE REGULATION OF THE BUSINESS AND THE CONDUCT OF THE AFFAIRS OF THIS CORPORATION AND PROVISIONS CREATING, DIVIDING AN LIMITING THE POWERS OF THE CORPORATION AND THE STOCKHOLDERS, INCLUDING BUT NOT LIMITED TO PROVISIONS GOVERNING THE ISSUE OF STOCK CERTIFICATES TO REPLACE LOST OR DESTROYED STOCK CERTIFICATES SHALL BE GOVERNED BY THE BY-LAWS OF THIS CORPORATION WHICH MAY BE MADE AND ADOPTED BY THE SHAREHOLDERS IMMEDIATELY AFTER ADJOURNING OF THE ORGANIZATIONAL MEETING, AND THE STOCKHOLDERS SHALL HAVE THE POWER AND AUTHORITY TO AMEND, MODIFY, CHANGE AND REPEAL BY LAWS OF THE CORPORATION.

B. NO CONTRACT, ACT OR TRANSACTION OF THE CORPORATION WITH ANY PERSON OR PERSONS, FIRM OR CORPORATION, IN THE ABSENCE OR FRAUD, SHALL BE AFFECTED OR INVALIDATED BY THE FACT THAT ANY OFFICER OR OFFICERS, DIRECTORS OR DIRECTOR OF THE CORPORATION IS A PARTY TO OR ARE THE PARTIES TO OR INTERESTED IN SUCH CONTRACT, ACT OR TRANSACTION OR IN ANY WAY CONNECTED WITH SUCH PERSON OR PERSONS, FIRM OR CORPORATION AND EACH AND EVERY PERSON WHO MAY BECOME A DIRECTOR OR AND OFFICER OF THE CORPORATION IS HEREBY RELIEVED FROM ANY LIABILITY THAT MIGHT OTHERWISE EXIST FROM THIS CONTRACTING WITH THE CORPORATION FOR THE BENEFIT OF HIMSELF OR ANY FIRM, ASSOCIATION OR CORPORATION IN WHICH HE MAY BE IN ANYWISE INTERESTED.

IN WITNESS WHEREOF, I HAVE SUBSCRIBED MY NAME THIS 18<sup>TH</sup> DAY OF JUNE, 2004

Jorge M. Toledo  
JORGE M. TOLEDO

Eduardo Toledo  
EDUARDO TOLEDO

I HEREBY AND FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

Jorge M. Toledo  
JORGE M. TOLEDO  
REGISTERED AGENT

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 18<sup>TH</sup> DAY OF JUNE, 2004, BY JORGE M. TOLEDO, WHO IS PERSONALLY KNOWN TO ME AND WHO DID TAKE AN OATH.

Pedro M. Gonzalez  
PEDRO GONZALEZ



Pedro M. Gonzalez  
My Commission DD206907  
Expires April 29, 2007

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04 JUN 23 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA