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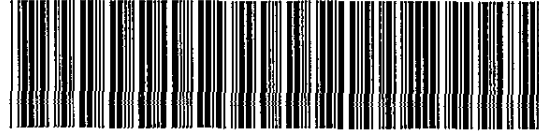
(Business Entity Name)

(Document Number)

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2005 OCT 12 PM 3:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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OCT 12 AM 11:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OCT 13 2005

**LAZARUS  
CORPORATE FILING SERVICE**

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**MIAMI, FL 33165 (305) 552-5973**

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. RIZZARDI KEYS, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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**NEW FILINGS**

- Profit  
 Not for Profit  
 Limited Liability  
 Domestication  
 Other

**AMENDMENTS**

- Amendment  
 Resignation of R.A., Officer/Director  
 Change of Registered Agent  
 Dissolution/Withdrawal  
 Merger

**OTHER FILINGS**

- Annual Report  
 Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign  
 Limited Partnership  
 Reinstatement  
 Trademark  
 Other

**Examiner's Initials**

**FILED**

**ARTICLES OF INCORPORATION**

**OF**

**RIZZARDI KEYS, INC.**

2005 OCT 12 PM 3: 30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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: **RIZZARDI KEYS, INC.**

**ARTICLE II PRINCIPAL OFFICE**

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

Viale A Aldini 138  
40136 Bologna, Italy

**ARTICLE III CAPITAL STOCK**

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

**ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Alberto J. Parlade, Esq.  
PARLADE & FIGUERAS  
7050 SW 86<sup>th</sup> Ave.  
Miami, Florida 33143

ARTICLE V INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-laws but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are:

**Clementina Rizzardi**  
Viale A Aldini 138  
40136 Bologna, Italy

ARTICLE VI INITIAL OFFICERS

The names and street addresses of the initial officers of this corporation are:

**Clementina Rizzardi**  
Viale A Aldini 138  
40136 Bologna, Italy

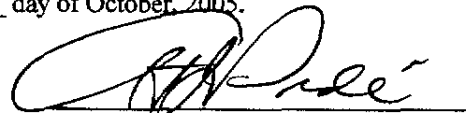
**PRESIDENT, SECRETARY & TREASURER**

ARTICLE VII INCORPORATOR

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

Alberto J. Parlade, Esq.  
PARLADE & FIGUERAS  
7050 SW 86<sup>th</sup> Ave.  
Miami, Florida 33143

The undersigned has executed these Articles of Incorporation this 5<sup>th</sup> day of October, 2005.

  
Alberto J. Parlade, Incorporator


CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

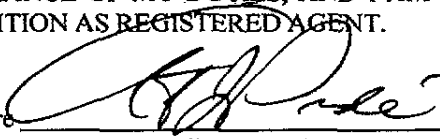
1. The name of the corporation is: **RIZZARDI KEYS, INC.**

2. The name and address of the registered agent and office is:

Alberto J. Parlade, Esq.  
PARLADE & FIGUERAS  
7050 SW 86<sup>th</sup> Ave.  
Miami, Florida 33143

Signature   
Alberto J. Parlade, Incorporator  
Date: October 5, 2005.

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 STATUES 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   
Alberto J. Parlade, Registered Agent  
Date: October 5, 2005.