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Florida Department of State

Division of Corporations

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To:
     Division of Corporations
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From:
     Account Name    : EMPIRE CORPORATE KIT COMPANY
     Account Number  : 072450003255
     Phone           : (305)541-3694
     Fax Number      : (305)541-3770
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FLORIDA PROFIT CORPORATION OR P.A.

PITTALUGA GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	$78.75

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ARTICLES OF INCORPORATION
OF

PITTALUGA GROUP, INC.

The undersigned associates with the following directors for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State this Certificate of Incorporation; and to that end we do, by this certificate, set forth:

ARTICLE I NAME

The name of the corporation shall be: PITTALUGA GROUP, INC., whose mailing address is 6495 S.W. 24 Street, Miami, Fl. 33155.

ARTICLE II NATURE OF BUSINESS

The general nature of the business and the objects and purpose to be transacted and carried on are to do any and all things allowed and permitted to be done by corporations under the statutes of the State of Florida, and to do any and all of the things hereafter mentioned as full and to the same extent as natural persons might or could do, to wit:

a) To subscribe for, invest in, purchase or otherwise acquire,

THIS INSTRUMENT PREPARED BY:
ALICIA M. NAVARRO, ESQ.
3121 Ponce de Leon Blvd.
Coral Gables, Fl. 33134
(305) 445-8239
Fla. Bar #798665

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to own, hold, sell, exchange, pledge or otherwise dispose of, securities of every nature and kind, including, without limitation, of types of stocks, bonds, debentures, or obligations of indebtedness or ownership or participation issued or created by any and all associations, trusts or corporation, public or private, whether created, established or organized under the laws of the United States, any of the States, or any territory or district or colony or possession thereof, or under the laws of any foreign country, and also foreign and domestic government and municipal obligations, bank acceptances, commercial paper and secured all loans; to pay for the same in cash or property or by the issue of stock, bonds or notes of this corporation or otherwise; and while owing or holding the rights to transfer and convey the said stock or other securities to one or more persons, firms, associations or corporations subject to voting trusts or other agreements placing in such persons voting or other powers in respect of said stocks or other securities: to borrow money or otherwise obtain credit and to secure the same by mortgaging, pledging or otherwise subjecting as security the assets of this corporation.

b) To build, erect, construct, purchase, hire or otherwise acquire, own, provide, establish, maintain, hold, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and real property and all other kinds of property of whatsoever nature, whether real, personal or mixed, or any interests or rights therein without limits as to amounts; to buy, sell, assign, convey and cancel liens upon personal and real estate of every kind and nature whatsoever; to act as broker or agent for the purchase, sale, leasing and management of real estate, and the negotiating of loans thereon; to borrow and lend money and to negotiating loans; to draw, endorse, accept, discount and deliver bills of exchange, promissory notes, bonds, debentures, and other negotiable instruments of whatsoever nature and secure the same by mortgage on its property or otherwise; to issue on commission, subscribe for, take, acquire, hold, exchange and deal in shares, stocks, bonds, obligations or securities of any government or authority, individual or corporation.

c) To carry on the business of a holding company and to purchase and acquire any mercantile or commercial business, trade or enterprise permitted by the laws of the State of Florida, and to own, hold, operate, maintain, use, sell, or otherwise dispose of the same; to enter into or engage in any such business development, trade or enterprise.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 500 shares at $1.00 per share.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

JOHN PITTALUGA
6495 S.W. 24 Street
Miami, Florida 33155
Director, Vice/President

YANET PITTALUGA, PRES./DIRECTOR
6495 S.W. 24 Street
Miami, Florida 33155

The principal place of business of the corporation shall be at 6495 S.W. 24 Street, Miami, Florida 33155, with the privilege of having branch offices within and without the State of Florida.

ARTICLE VI INCORPORATORS

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

JOHN C. PITTALUGA, VICE/PRES., DIRECTOR
6495 S.W. 24 Street
Miami, Florida 33155

ARTICLE VII
OBLIGATION OF CORPORATION AS TO TRANSFER OF SHARES

In no event shall the above named corporation sell, transfer, or otherwise dispose of any of the shares of the above named corporation, including any shares repurchased by it, to any

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person or entity without written notice of such desire to the above named corporation and to each stockholder, specifying the number of shares to be disposed of. On receipt of such notice, the above named corporation may buy, and the stockholder shall sell to the above corporation the number of shares set forth in the notice.

ARTICLE VIII
PRICE AND TERM OF SALE

The purchase price of each share described herein shall be determined by dividing the fair market value of the above named corporation by the number of shares outstanding in the above named corporation. The fair market value of the above named corporation shall be determined by agreement of the parties or their representatives.

IN WITNESS THEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28 day of March, 2000. JOHN C. PITTALUGA, identified him/herself with a Florida Driver's License.

X ______________________________
JOHN C. PITTALUGA, INCORPORATOR

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

THE FOREGOING instrument was acknowledged and sworn to before me this 28 day of March, 2000,

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by: John C Pittaluga

of Pittaluga Group Inc.

Susan M Elaluf

NOTARY PUBLIC STATE OF FLORIDA

MY COMMISSION EXPIRES:

Susan M Elaluf
My Commission CC813880
Expires March 2, 2003

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CERTIFICATE DESIGNATING

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the Laws of the 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: PITTALUGA GROUP, INC.

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

JOHN C. PITTALUGA
6495 S.W. 24 Street
Miami, Fl. 33155

X ______________________
JOHN C. PITTALUGA, REGISTERED AGENT

DATE: 3/28/00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF CHAPTER 607, FLORIDA STATUTES.

Signature: X ______________________

DATE: 3/28/00

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