



HUMBERTO E. RUIZ & ASSOCIATES CO.

Enrolled to Practice Before the Internal Revenue Service

Humberto E. Ruiz, E.A.
Tax Accountant

2298 N.W. Boca Raton Blvd. Ste 18
Boca Raton, Florida 33431
Phone: (561) 417-5578
Fax: (561) 417-5579

February 10, 2001

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

100003676511--2
-02/13/01--01053--006
*****78.75 *****78.75

Re: Tia Oli's, Inc.

To whom it may concern:

Attached please find the Articles of Incorporation for the above referenced business. Also find our check covering the filing fees. Once processed, please send the Articles of Incorporation to:

Humberto E. Ruiz & Associates
2298 N.W. Boca Raton Blvd.
Suite 18
Boca Raton, FL 33431

Please call our office if you need any additional information.

Sincerely Yours,


Humberto E. Ruiz, E.A.

FILED
01 FEB 13 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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T. Burch FEB 14 2001

ARTICLES OF INCORPORATION
OF

Tia Oli's, Inc.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be: Tia Oli's, Inc.

The principal place of business of this corporation shall be: 2239 14th Street W.
Bradenton, FL 34205

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation authorized to have outstanding at any one time is: 50 shares - No Par Value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

Alfonso Quintana
6320 15th Street E.
Bradenton, FL 34207

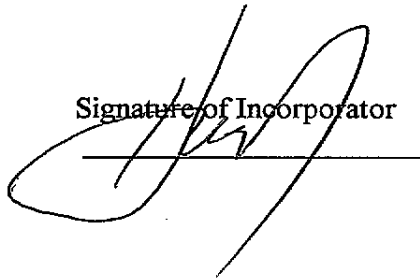
ARTICLE VI INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

Humberto E. Ruiz
677 N. Washington Avenue
Sarasota, FL 34236

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 10th day of February, 2001

Signature of Incorporator

A handwritten signature in black ink, appearing to be 'H. Ruiz', is written over a horizontal line. The signature is stylized with a large loop at the end.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

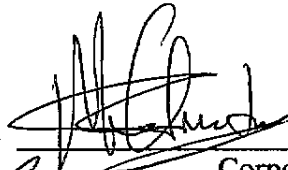
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Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Tia Oli's, Inc.
2. The name and address of the registered agent and office is: Humberto E. Ruiz - 677 N. Washington Avenue, Sarasota, FL 34236

SIGNATURE



Corporate Officer

TITLE

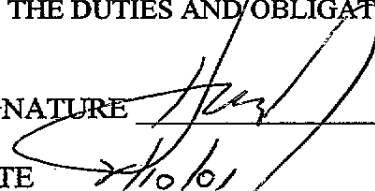
Humberto E. Ruiz

DATE

2/10/01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE



DATE

2/10/01