

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Tetto Management, Inc.

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ARTICLES OF INCORPORATION
OF
TETTO MANAGEMENT, INC.
A FLORIDA CORPORATION

The undersigned, acting as Incorporator of TETTO MANAGEMENT, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is TETTO MANAGEMENT, INC. and the street address of the initial principal office of the Corporation is 16 Northeast 4th Street, Suite 110, Fort Lauderdale, FL 33301.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of acting as the managing partner of a Florida limited partnership and to engage in any and all lawful business permitted under Florida law.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of \$.001 par value Common Stock.

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, FL 33301, and the name of the initial Registered Agent of the Corporation at that address is EMO Corporate Services, Inc.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two Directors to hold office until the first Annual Meeting of Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The names and addresses of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Norbert Kreyer	16 Northeast 4th Street Suite 110 Fort Lauderdale, FL 33301
Marco Ilse	16 Northeast 4th Street Suite 110 Fort Lauderdale, FL 33301

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
William T. Coleman, Esquire	100 Northeast Third Avenue Suite 1100 Fort Lauderdale, FL 33301

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of February 2001.


WILLIAM T. COLEMAN, Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for TETTO MANAGEMENT, INC. at the place designated in the foregoing Articles of Incorporation, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

EMO CORPORATE SERVICES, INC.,
Initial Registered Agent

Dated: February 22, 2001

By: Debra H. Chrystie
DEBRA H. CHRYSTIE, Assistant
Secretary

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