PO100008628‑7

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H01000088628 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

```
To:
      Division of Corporations
      Fax Number      : (850)205-0381

From:
      Account Name    : EXPRESS CORPORATE FILING SERVICE INC.
      Account Number  : I20000000146
      Phone           : (305)444-4994
      Fax Number      : (305)444-4977
```

FLORIDA PROFIT CORPORATION OR P.A.

PAOLA INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	$78.75

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 9, 2001

EXPRESS CORPORATE FILING SERVICE

SUBJECT: PAOLA INC.
REF: W01000018418

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is V71684.

If you have any further questions concerning your document, please call (850) 245-6067.

Neysa Culligan   FAX Aud. #: H01000088628
Document Specialist   Letter Number: 101A00045786
New Filing Section

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

(((H0100008862$)))

ARTICLES OF INCORPORATION
FOR

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:

PAOLA GROUP INC.

ARTICLE II   PRINCIPAL OFFICE
The principal place of business and mailing address of this corporation shall be:

1825   SW 67   AVE #15
MIAMI   FL. 33155

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

ARTICLE IV   CAPITAL STOCK
The maximum number shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of $1.00 per share.

ARTICLE V   TERM OF EXISTENCE
This corporation shall exist perpetually.

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

Abel Rodriguez Valverde (P)

Miguel Angel Rodriguez Valverde (VP)

1825 sw 67 ave #15
Miami, FL 33155

(((H01000088628)))

ARTICLE VII   INCORPORATOR(S)
The name(s) and address(es) of the Incorporator(s) to the Article of Incorporation are:

① Abel RODRIGUEZ VALVERDE
1825 SW 67 AVE #15
MIAMI FL. 33155

② Miguel Angel RODRIGUEZ VALVERDE
1825 SW 67 AVE #15
MIAMI, FL 33195

_____   07/30/01
① Signature of Incorporator   Date

_____   07/30/01
② Signature of Incorporator   Date

ARTICLE VIII   REGISTERED AGENT
The name and address of the Registered Agent to these Articles of Incorporation are:

JORGE L. DELGADO, ESQ.
561 NE 79 ST #232
MIAMI FL. 33138

Having been named as registered and to accept service of process for the above started corporation at the place designated in this certificate, I hereby accept the appointment as registered agent an agree to act in this capacity. I further agree to comply with the provisions of all statutes 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.

_____   07/30/01
Signature of Registered Agent   Date