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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR P.A.

PALERMO PROPERTY, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
Palermo Property, Inc.**

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this corporation shall be:

Palermo Property, Inc.

Its principal place of business and/or mailing address shall be:

**7670 SW 129 Street
Miami, FL 33156**

**ARTICLE II
NATURE OF BUSINESS**

The general purpose for which this Corporation is organized is to transact any or all-lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE III
AUTHORIZED SHARES**

The Corporation shall be authorized to create and issue 1000 shares of Common Stock having a par value of \$0.01 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

**ARTICLE IV
TERMS OF EXISTENCE**

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

RICHARD DUARTE, PA
937 SW 27th Ave., Suite 100-A
Coconut Grove, FL 33133
US-444-6501 Office / Fl Bar # 992010

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ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

**7670 SW 129 Street
Miami, FL 33156**

The name of the initial registered agent of this Corporation at that address shall be:

Alejandro Alvarez, Esq.

ARTICLE VI
BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have One (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

ARTICLE VII
DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

**Alejandro Alvarez
7670 SW 129 Street
Miami, FL 33156**

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

**Alejandro Alvarez
7670 SW 129 Street
Miami, FL 33156**

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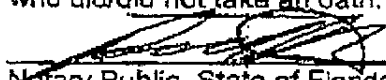
IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 21 day of February, 2002.



Alejandro Alvarez
Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

THE FOREGOING instrument was acknowledged before me this 21st day of February, 2002, by Alejandro Alvarez who is personally known to me or who has produced the following as identification: NI/2 who did/did not take an oath.

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Notary Public, State of Florida


 Richard Duarte
My Commission CC747545
Expires June 2, 2003

Name of Notary, Typed/Printed


Commission Number
My Commission Expires:

**DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT**

In pursuance of Section 48.091 and Chapter 607, Florida Statutes Palermo Property, Inc. having filed its Articles of Incorporation contemporaneously herewith, with its registered offices as indicated therein at 7670 SW 129 Street, Miami, FL 33156, has named Alejandro Alvarez, located there at as its registered agent to accept service of process within this state.


Alejandro Alvarez
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.


Alejandro Alvarez
Registered Agent.