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Law Offices Manuel Diner, P.A.

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February 25, 2002

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

*****78.75 *****78.75

Re: TEO Investments, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation of the above referenced corporation, together with our check in the sum of \$78.75 representing the filing and certified copy fee.

Should you have any questions, please feel free to call this office.

Very truly yours,

MANUEL DINER, P.

Manuel Diner, Esq.

MD/da Enclosure

corp/teoinvestments/secofstateltr.

ARTICLES OF INCORPORATION OF TEO INVESTMENTS, INC.

<u>ARTICLE I.</u> NAME AND ADDRESS OF CORPORATION

The name of this corporation is: **TEO Investments, Inc.**The Corporation's principal office and mailing address is:
141 N.E. 3rd Avenue, Suite 601
Miami, Florida 33132

SECRETARY OF STATE TALLAHASSEE, FLORIDA O2 FED 26 PN 12: 25

<u>ARTICLE II.</u> NATURE OF CORPORATION BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 7,500 shares of one class of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV. PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial Registered Agent and Registered Office of the corporation in the State of Florida shall be:

INITIAL REGISTERED AGENT:

Manuel Diner

INITIAL REGISTERED OFFICE:

141 N.E. 3rd Avenue, Suite 601

Miami, Florida 33132

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

<u>ARTICLE VI.</u> INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is 1.

The name and address of the members of the initial Directors of the Corporation is:

Manuel Diner, Esq., 141 N.E. 3rd Avenue, Suite 601, Miami, Fl. 33132

<u>ARTICLE VII</u> INITIAL INCORPORATOR

The name and address of the initial Incorporator executing these Articles of Incorporation

Manuel Diner

141 N.E. 3rd Avenue, Suite 601, Miami, Florida 33132

Manuel Diner, INCORPORATOR

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)
who did [] did not [[]	nstrument was acknowledged before me this 25th day of February, 2002 by personally known to me [] or has produced as identification and take an oath. and official seal in Miami, Dade County, Florida, this 25th day of
February, 2002.	Cariled Juneo
	Notary Public, State of Florida
	Print Name: (A210 AD FERREIDE

My Commission Expires:

is.

