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Erik V. Korzilius, P.A.



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Erik V. Korzilius
 Attorney at Law

Real Estate Law
 Business Law

Title Insurance
 Wills - Trusts - Estate Planning

Environmental Law
 Corporate Law

Bruce P. Korzilius
 Special Consultant
 (Not a Member of the Florida Bar)

April 5, 2002

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

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

SUBJECT: COOPERS & COMPANY

Enclosed is an original and one (1) copy of the articles of incorporation, an original certificate designating registered agent and registered office, and a check for:

Filing Fee & Certificate - \$78.75

FROM: Peter Tsaoussis
 1185 U.S. 41 Bypass S
 Venice, Florida 34292
 (941) 484-5191

Please return the filed Articles and Certificate of Status with the enclosed overnight courier label to Mr. Tsaoussis' address.

Sincerely,

Erik V. Korzilius

Enclosures

Erik **GAVE**
 AUTHORIZATION BY PHONE TO
 CORRECT *Suffin*
 DATE *4/16/02*
 DOC. EXAM *D. White*

FILED
 02 APR 10 PM 3:17
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

D. WHITE APR 16 2002

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ARTICLES OF INCORPORATION
OF
COOPERS & COMPANY, INC.

FILED
02 APR 10 PM 3:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with the requirements of *Florida Statutes* Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is **COOPERS & COMPANY, INC.**

ARTICLE II

The existence of the corporation shall begin upon the filing of these Articles with the Florida Department of State.

ARTICLE III

The street address of the principal office of the Corporation is 1185 U.S. 41 Bypass S, Venice, Florida 34292.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 1185 U.S. 41 Bypass S, Venice, Florida 34292. The initial registered agent for the Corporation at that address is PETER TSAOUSSIS.

ARTICLE VI

The initial board of directors shall consist of two (2) members. The name and address of the persons who will serve on the initial board of directors are:

Name	Address
Peter Tsaoussis	1185 U.S. 41 Bypass S, Venice, Florida 34292
Gabriel Martins	1185 U.S. 41 Bypass S, Venice, Florida 34292

ARTICLE VII

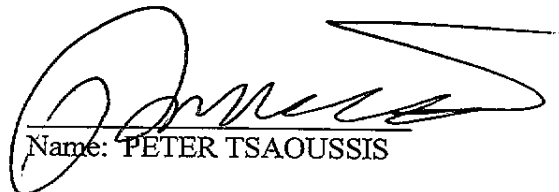
The name and street address of the person signing these articles of incorporation is:

Name	Address
Peter Tsaoussis	1185 U.S. 41 Bypass S, Venice, Florida 34292

ARTICLE VIII

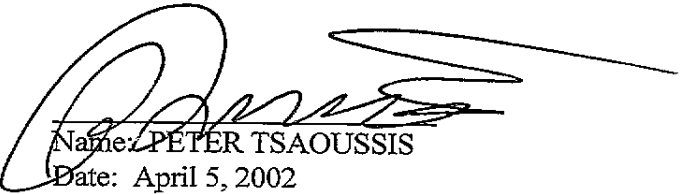
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 5th day of April, 2002.


Name: PETER TSAOUSSIS

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for COOPERS & COMPANY, INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to *Florida Statutes* §607.0501(3).


Name: PETER TSAOUSSIS
Date: April 5, 2002

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SECRETARY OF STATE
TALLAHASSEE FLORIDA