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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Law Offices of
STEPHEN B. ROSENTHAL
8142 North University Drive
Tamarac, Florida 33321
(954) 731-7755

February 3, 2003

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Incorporation of MILOFO CORPORATION

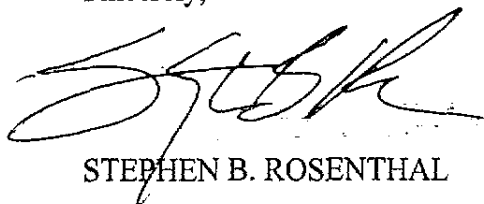
Dear Sirs:

Enclosed please find the following relating to the above captioned matter:

- a) Articles of Incorporation for the above-named corporation;
- b) Designation of Registered Agent & Office of Registered Agent;
- c) This firm's trust account check for \$78.75 for filing fees and certified copy costs; and
- d) A self-addressed stamped envelope for your use.

Thank you for your anticipated prompt attention to this matter.

Sincerely,



STEPHEN B. ROSENTHAL

SBR/bg
Enclosures
cc: Milo Foust

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MILOFO CORPORATION**

ARTICLE I

The name of the corporation shall be MILOFO CORPORATION and its mailing address shall be 2316 NW 15 Ct., Fort Lauderdale, Florida 33311.

ARTICLE II

This corporation shall have perpetual existence commencing upon the filing date of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE III

The Corporation may engage in any or all lawful business permitted by the laws of Florida and the United States of America.

ARTICLE IV

The Corporation shall have authority to issue 500 shares of common stock of \$1.00 par value which shall be designated "Common Shares".

ARTICLE V

Every shareholder, upon the sale for cash of any new stock of the Corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

The street address of the initial registered agent of this corporation shall be 2316 NW 15 Ct., Fort Lauderdale, Florida 33311, and the name of the initial registered agent shall be Milo Foust.

ARTICLE VII

The incorporator(s) of the corporation signing these Articles is (are) whose address(es) is (are) as follows:

NAME & ADDRESS

Milo Foust
2316 NW 15 Ct., Fort Lauderdale, Florida 33311

ARTICLE VIII

This corporation shall have 1 Director(s) constituting the initial Board of Directors. The number of Directors may be increased or decreased from time to time by the Bylaws. The name(s) and address(es) of the initial Board of Directors of this Corporation is (are):

NAME & ADDRESS

Milo Foust 2316 NW 15 Court, Fort Lauderdale, FL 33311

ARTICLE IX

This corporation shall indemnify any officer or director, to the full extent permitted by law.

ARTICLE X

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has set forth his hand and seal this
31st day of JANUARY, 2003.

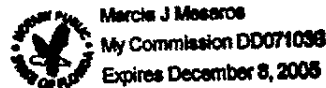
Milo Foust
Milo Foust
FLORIDA D.L. # F230-540-34-409

STATE OF FLORIDA:
COUNTY OF BROWARD:

BEFORE ME, a notary public of the state of Florida, personally appeared Milo Foust, who
is known to me to be the person whose name is subscribed to this instrument, and who
acknowledged before me that he executed the same for the purposes therein expressed on
JANUARY 31, 2003.

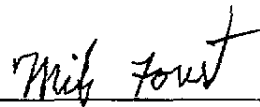
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 31st day
of JANUARY, 2003.

Marcia J. Mosaros
NOTARY PUBLIC



**DESIGNATION OF AND ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT
PURSUANT TO FLORIDA STATUTE 48.091**

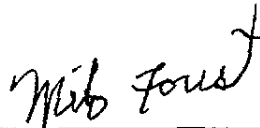
MILOFO CORPORATION, by and through its sole incorporator, Milo Foust, hereby designates MILO FOUST as its initial registered agent to accept service of process within Florida, and designates his office, whose street address is 2316 NW 15 Ct., Fort Lauderdale, Florida 33311, as the initial registered office of the corporation.



Milo Foust
President

Date: 1-31-03

I, MILO FOUST, having been named to accept service of process for the above named corporation at the place designated in this certificate, hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



Registered Agent

Dated: 1-31-03

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TALLAHASSEE, FLORIDA