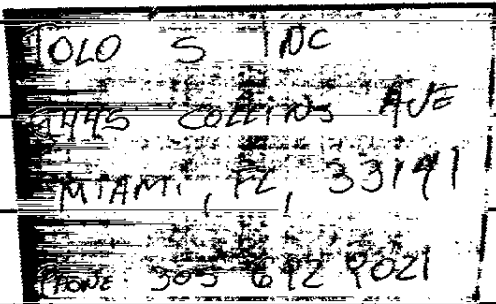


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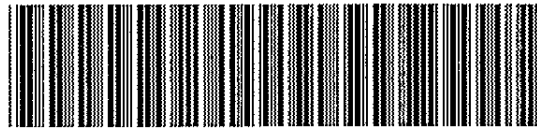
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ARTICLES OF INCORPORATION OF

TOLO'S, INC.

A Florida For Profit Corporation

THE UNDERSIGNED, FOR PURPOSES OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is Tolo's, Inc.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The Corporation is formed for the purpose of engaging in any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the Corporation has authority to issue is 1000, all of which shall be common shares with no par value.

ARTICLE FIVE

PREEMPTIVE RIGHTS IN PROPORTION TO SHARES

Each shareholder shall have preemptive rights only in the portion

of shares being issued or sold equal to the proportion that the number of shares then held by the shareholder bears to the total number of shares in the same class then outstanding.

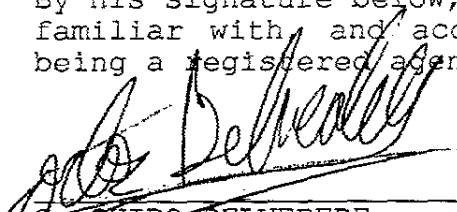
ARTICLE SIX

REGISTERED OFFICE - PRINCIPAL OFFICE - MAILING ADDRESS

The street address of the initial registered office of the Corporation is: 5445 Collins Avenue, Miami Beach, Florida 33140.

and the name and address of the initial registered agent at that address is C. Guido Belvedere and the mailing address of the corporation is 5445 Collins Avenue, Miami Beach, Florida 33140.

By his signature below, C. Guido Belvedere acknowledges that he is familiar with and accepts the duties and responsibilities of, being a registered agent.


C. GUIDO BELVEDERE
REGISTERED AGENT

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TALLAHASSEE, FLORIDA

ARTICLE SEVEN

DIRECTORS


The initial Board of Directors of the Corporation shall consist of 2 (two) members. The name and address of the members of the first Board of Directors is:

C. Guido Belvedere, 5445 Collins Avenue, Miami Beach, Florida 33140.

Juan Carlos Maimone, 5445 Collins Avenue, Miami Beach, Florida 33140.

ARTICLE 8
INCORPORATOR

The name and address of the incorporator is:


C. Guido Belvedere,
5445 Collins Avenue,
Miami Beach, Florida 33140.

SUBSCRIBED TO BEFORE ME THIS 21 DAY OF December, 2001, by C. Guido Belvedere, THE INCORPORATOR, who took an oath, and who provided the following identification:

or who is personally known to me.


NAME:

NOTARY PUBLIC, STATE OF FLORIDA

ADDRESS: 13090 Collins Ave #17
Sunny Isles FL 33160

