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From:

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Account Number : 076077003322
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FLORIDA PROFIT CORPORATION OR P.A.

CARLOU, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

CARLOU, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

CARLOU, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

1,000 Shares of Common Stock

par value of \$1.00 per share

Benjamin R. Hanan, Esq./FL Bar # 089559
Abel, Band, Russell, Collier, Pitchford & Gordon Chartered
240 S. Pineapple Ave., 10th Floor, Sarasota, FL 34236
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ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

8659 Woodbriar Drive
Sarasota, Florida 34238

and, the mailing address of this Corporation shall be:

P.O. Box 19102
Sarasota, Florida 34276

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

Carol Auricchio
8659 Woodbriar Drive
Sarasota, Florida 34238

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Louis S. Auricchio, Sr.
8659 Woodbriar Drive
Sarasota, Florida 34238

Carmin R. Auricchio, Jr.
25 Sycamore Circle
Stony Brook, New York 11790

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of

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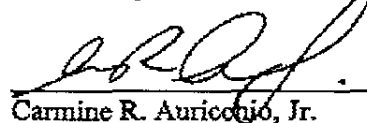
Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Carmine R. Auricchio, Jr.
25 Sycamore Circle
Stony Brook, New York 11790

The undersigned has executed these Articles this 7th day of October, 2003.


Carmine R. Auricchio, Jr.

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for CARLOU, INC. at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date: October 7, 2003


Carol Auricchio

"REGISTERED AGENT"

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