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FLORIDA PROFT CORPORATION OR P.A.

TOSCANY ACQUISITION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TOSCANY ACQUISITION, INC.

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Toscany Acquisition, Inc.

2. Principal Office and Mailing address. The address of the principal office and mailing address of the Corporation is:

811 Paradise Way
Sarasota, Florida 34242

3. Authorized Shares. The Corporation is authorized to issue 100 shares of common stock having a par value of \$.01 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

4. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

5. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

John L. Moore
200 South Orange Avenue
Sarasota, Florida 34236

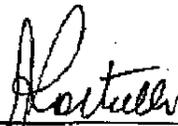
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6. Incorporator. The name and address of the incorporator of the Corporation is:

Luigi Rastrelli
811 Paradise Way
Sarasota, Florida 34242

7. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State.

Dated this 10th day of March 2004.



Luigi Rastrelli
Incorporator

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned, hereby consents to the appointment as Registered Agent of Toscana Acquisition, Inc., to accept service of process upon said corporation in this state. The undersigned is familiar with, and accepts, the obligation of this position.



John L. Moore

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