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04 APR 20 PH 3: 48
SECRETARY OF STATE
ALLAHASSEE, FLORIDA

Modrator

Martin J. Hanna, P.A.

MARTIN J. HANNA, ESQ. ATTORNEY AT LAW COLONIAL PLACE 1515 UNIVERSITY DRIVE, SUITE 214 CORAL SPRINGS, FLORIDA 33071 (954) 755-6133 FAX: (954) 755-8341

April 19, 2004

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: Montorio, Inc.

Gentlemen:

Enclosed herewith please find the following relative to the abovenamed corporation.

- 1. Original and one copy of the Articles of Incorporation.
- 2. Check in the sum of \$70.00 representing payment of the following fees and costs:

Filing Fee \$35.00 Registered Agent Designation \$35.00

TOTAL ENCLOSED \$70.00

Please return the filed Articles of Incorporation to this office.

Sincerely,

Martin J. Hanna, Esq.

MJH/lb enclosures

ARTICLES OF INCORPORATION

OF

MONTORIO, INC.

04 APR 20 PM 3: 43
SECRETARY OF STATE
ALLAHASSEE, FLORIDA

The undersigned hereby associates himself for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

The name of the Corporation shall be:

MONTORIO, INC.

ARTICLE II

The Corporation may engage in any activity of business permitted under the Laws of the United States and of the Laws of the State of Florida.

ARTICLE III

The authorized capital stock of this Corporation shall be 1000 shares of common stock of the par value of \$1.00 per share. The Shareholders are hereby granted pre-emptive right to any new issues of stock.

All of said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the shareholders of the Corporation; property, services or labor may be purchased or paid for with the capital stock at a just valuation to be fixed by the Shareholders.

ARTICLE IV

The amount of capital with which this Corporation shall commence business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE V

This Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI

The principal place of business of this Corporation shall be: 138 SE 2nd Ave. #2, Dania Beach FL 33004 with the privilege of having branch offices at other places within or without the State of Florida. Further, the Shareholders may from time to time, move

the principal place of business of this Corporation to any other address within or without the State of Florida.

ARTICLE VII

The business of this Corporation shall be managed by its Shareholders, rather than by a Board of Directors. In the management of the business of the Corporation, the act of the Shareholders representing a majority of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall be the act of the Shareholders. Each Shareholder shall be entitled to one (1) vote in person, or in proxy, for each share of voting stock held by him or her. A majority of the outstanding shares of the Corporation entitled to vote represented in person or proxy, shall constitute a quorum at any meeting of Shareholders for the management of the business of the Corporation.

ARTICLE VIII

The name and address of the Subscribers and initial Shareholders of this Corporation are as follows:

Name

Title

Address

Carol Grizzafi

President

138 SE 2nd Ave. #2 Dania Beach, FL 33004

ARTICLE IX

The street address of the initial registered office of the Corporation is 138 SE 2nd Ave. #2, Dania Beach, FL. 33004 and the name of the initial Registered Agent is:

Carol Grizzafi.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Shareholders at a Shareholders' meeting by vote of the Shareholders voting the majority of the stock capable of being voted, unless all Shareholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

day of

_, 2004.

ROL GRIZZAFA Incorporat

COUNTY OF BROWARD }
<u>**</u>
The foregoing instrument was acknowledged before me this day of
Apil , 2004 by CAROL GRIZZAFI, who is personally known to me or
who has produced her Oriver Lianse as identification and who did not
Printed Name: Martin J. Hanna Notary Public State of Florida
My Commission Expires: OFFICIAL NOTARY SEAL MARTIN 1 HANNA NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. DD032509 MY COMMISSION EXP. JULY 1,2005

Having been named to accept service of process for the above stated Corporation, at the place designated in these Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Date:

STATE OF FLORIDA

Registered Agent
6545 SW 7th Street

Margate, Florida 33068

EORETARY OF STATE