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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Lupo Investments, Inc.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 8, 2005

BETH E. LINZNER, PA

SUBJECT: LUPO INVESTMENTS, INC.
REF: W05000006351

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fax Audit #: H05000014183

**ARTICLES OF INCORPORATION
OF
LUPO NERO INVESTMENTS, INC.**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for Profit under Chapter 607 of the Florida Statutes:

ARTICLE I

The name of the Corporation is **Lupo Nero Investments, Inc.** (hereinafter the "Corporation").

ARTICLE II

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

ARTICLE III

The initial address of the principal office of the Corporation is 2295 NW Corporate Boulevard, Suite 235, Boca Raton, Florida and the mailing address is the same.

ARTICLE IV

The name and street address of the Incorporator of this Corporation is: Beth E. Linzner, Esq., 2295 NW Corporate Boulevard, Suite 235, Boca Raton, Florida 33431

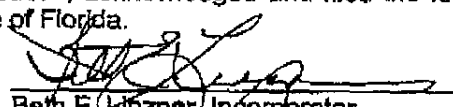
ARTICLE V

The maximum number of shares that this Corporation is authorized to have outstanding at any time is Ten Thousand (10,000) shares of common stock, each share having the par value of \$.001.

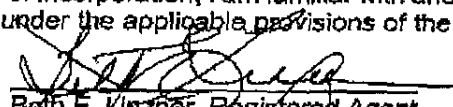
ARTICLE VI

The name and Florida street address of the registered agent is Beth E. Linzner, Esq., 2295 NW Corporate Blvd, Suite 235, Boca Raton, Florida 33431

IN WITNESS WHEREOF, I have caused the execution, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida.


Beth E. Linzner, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.


Beth E. Linzner, Registered Agent

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