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FLORIDA PROFIT CORPORATION OR P.A.

two philly guys, inc.

Certificate of Status	0
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J. Shivers APR 18 2011

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ARTICLES OF INCORPORATION
OF
TWO PHILLY GUYS, INC.

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ARTICLE I- NAME

The name of the corporation is TWO PHILLY GUYS, INC.

ARTICLE II- PRINCIPAL OFFICE

The principal place of business and the mailing address for the corporation shall be: 3045 N. Federal Highway, #60B&C, Fort Lauderdale, FL 33306.

ARTICLE III - COMMENCEMENT

This corporation shall commence on April 19, 2005. This corporation is to have perpetual existence unless sooner dissolved according to law.

ARTICLE IV - PURPOSE

This general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things hereinafter mentioned, as fully, and to the same extent, as natural persons might or could do, viz:

To transact any and all lawful business.

This instrument prepared by:
NICK B. KANELIDIS, ESQ.
2400 East Commercial Boulevard
• Suite 706
Fort Lauderdale, Florida 33308
(954) 351-8800
Fla. Bar No. 290173

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ARTICLE V- CAPITAL STOCK

This corporation is authorized to issue Five Thousand (5,000) shares of One and No/100 Dollar (\$1.00) par value common stock.

ARTICLE VI- PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation of the same kind, call or series as that which he already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3045 N. Federal Highway, #60B&C, Fort Lauderdale, FL 33306, and the name of the initial registered agent of this corporation is WILLIAM H. NEELY.

ARTICLE VIII- INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The names and addresses of the initial directors are as follows:

WILLIAM H. NEELY
3045 N. Federal Highway, #60B&C.
Fort Lauderdale, FL 33306

JOSEPH ROSSI
3045 N. Federal Highway, #60B&C.
Fort Lauderdale, FL 33306

ARTICLE IX - INITIAL OFFICERS

The corporation shall have (2) officers initially. The names and addresses of the initial officers are as follows:

WILLIAM H. NEELY
President
3045 N. Federal Highway, #60B&C.
Fort Lauderdale, FL 33306

JOSEPH ROSSI
Secretary/Treasurer
3045 N. Federal Highway, #60B&C.
Fort Lauderdale, FL 33306

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles
is:

WILLIAM H. NEELY
3045 N. Federal Highway, #60B&C.
Fort Lauderdale, FL 33306

IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 13th day of April, 2005.

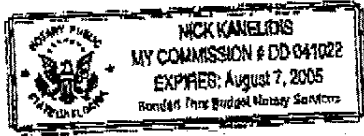

WILLIAM H. NEELY

STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, a notary public
authorized to take acknowledgements in the State and County set
forth above, personally appeared WILLIAM H. NEELY, who is
personally known to me or has produced Colorado driver license as
identification, and she acknowledged before me that she executed
the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in
the State and County aforesaid this 13th day of April, 2005.



My commission expires:

NOTARY PUBLIC:

Sign *Nick Kanelaris*
Print Nick Kanelaris

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That TWO PHILLY GUYS, INC.

desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation at City of Fort Lauderdale, County of Broward, State of Florida, has named WILLIAM H. NEELY, located at 3045 N. Federal Highway, #60BC, City of Fort Lauderdale, County of Broward, State of Florida 33306 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: W H Neely
Registered Agent
WILLIAM H. NEELY

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