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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**lara group holdings, inc.**

Certificate of Status	0
Certified Copy	1
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(4)

ARTICLES OF INCORPORATION  
OF  
LARA GROUP HOLDINGS, INC.,  
a Florida corporation

ARTICLE I  
Name

The name of the corporation is LARA GROUP HOLDINGS, INC., a Florida corporation

ARTICLE II  
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 02 day of July, 2005.

ARTICLE III  
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV  
Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 Dollars (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V  
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: 1200 Brickell Avenue, Suite 860, Miami, Florida 33131, and the name of the initial registered agent of this corporation and that address is: Peter M. Lopez, Esquire, 1200 Brickell Avenue, Suite 860, Miami, Florida, 33131.

ARTICLE VI  
Initial Board of Directors

This corporation shall initially have three (3) directors. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are: Carla Bettini, Lucia Montagner, and Angela Di Stasio, 1200 Brickell Avenue, Suite 860, Miami, Florida 33131.

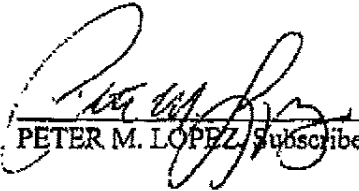
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ARTICLE VII  
Incorporator


The name and address of the person signing these Articles is: Peter M. Lopez, Esquire, c/o Peter M. Lopez, P.A., 1200 Brickell Avenue, Suite 860, Miami, Florida, 33131.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 6 day of July, 2005.

  
PETER M. LOPEZ, Subscriber

STATE OF FLORIDA                     )  
  ) SS:  
COUNTY OF MIAMI-DADE            )

The foregoing instrument was acknowledged before me this 6 day of July, 2005 by PETER M. LOPEZ, who is personally known to me.

  
Notary Public, State of Florida  
Print Name: Ingrid Santamaria  
Commission No.                     

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TALLAHASSEE, FL

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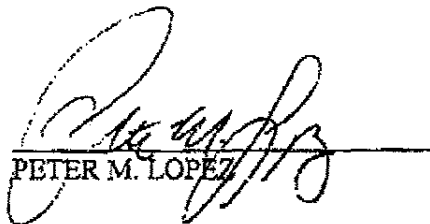
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

**LARA GROUP HOLDINGS, INC.**

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

First—that **LARA GROUP HOLDINGS, INC.**, desiring to organize under the laws of the State of Florida with its principal office at: 1200 Brickell Avenue, Suite 860, Miami, Florida 33131, has named Peter M. Lopez, Esquire, c/o Peter M. Lopez, P.A. located at 1200 Brickell Avenue, Suite 860, Miami, Florida 33131, as its agent to accept service of process within this State.

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

  
PETER M. LOPEZ

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