

**Electronic Articles of Incorporation
For**

P06000155743
FILED
December 21, 2006
Sec. Of State
thampton

PALAZZO HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
PALAZZO HOLDINGS, INC.

Article II

The principal place of business address:
1358 FRUITVILLE ROAD
SUITE 210
SARASOTA, FL. US 34236

The mailing address of the corporation is:
1358 FRUITVILLE ROAD
SUITE 210
SARASOTA, FL. US 34236

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
1000

Article V

The name and Florida street address of the registered agent is:
DAVID M SASLOW ESQ.
1358 FRUITVILLE ROAD
SUITE 210
SARASOTA, FL. 34236

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DAVID SASLOW

Article VI

The name and address of the incorporator is:

DAVID M. SASLOW
1358 FRUITVILLE ROAD
SUITE 210
SARASOTA, FL 34236

Incorporator Signature: DAVID SASLOW

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DAVID M SASLOW ESQ
1358 FRUITVILLE ROAD, SUITE 210
SARASOTA, FL. 34236

Article VIII

The effective date for this corporation shall be:

12/20/2006