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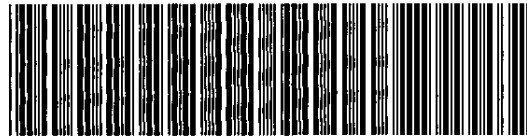
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 AUG 17 PM 12:46

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401-37872
601-36864
8-19-10
WJ



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 11, 2010

THOMAS GUESSFORD, JR.
75 SW 12TH AVE.
BOCA RATON, FL 33486

SUBJECT: TL INVESTMENTS INC
Ref. Number: W10000037872

We have received your document for TL INVESTMENTS INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Regulatory Specialist II
New Filing Section

Letter Number: 910A00019322

TFL INVESTMENTS USA INC
75 SW 12TH AVE
BOCA RATON FL 33486

August 4th , 2010

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

Subject: TFL INVESTMENTS USA INC

Dear Sir/Madame:

Please accept these replacement articles as substitute for previous rejected filing of, TFL INVESTMENTS INC due to a research mistake on my part. If you need to reach me please call me at 561-654-7543.

Sincerely,

A handwritten signature in black ink, appearing to read 'Thomas Guessford Jr.', written over the word 'Sincerely,'.

Thomas Guessford Jr

ARTICLES OF INCORPORATION
OF
TFL INVESTMENTS USA INC

FILED
2010 AUG 17 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purposes of forming a Corporation for profit in accordance with the laws of the State of Florida.

ARTICLE 1 - NAME

The name of the corporation shall be: TFL INVESTMENTS USA INC
The principal office shall be: 75 SW 12th Ave Boca Raton Fl 33486

ARTICLE 2 - PURPOSES

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida including, but not limited to real estate investment services.

ARTICLE 3 - GENERAL POWERS

The corporation shall have all power to conduct its business, locate offices, and exercise the powers granted by law within the powers within or without this state.

ARTICLE 4 - CAPITAL STOCK

A) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$.10 per share. Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. The Board of Directors may authorize shares to be issued for consideration consisting of tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation. Before the corporation issues shares, the Board of Directors shall determine that the consideration received or to be received for shares to be issued is adequate. All stock when issued shall be paid for and shall be nonassessable.

B) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE 5 - INDEMNIFICATION BY COURT ORDER

No director, employee, or agent of the corporation who is or was a party to a proceeding may apply to the court conducting the proceeding, the circuit court, or to another of competent jurisdiction, seeking indemnification or advancement of expenses, or both pursuant to Section 607.0850(9), Florida Statutes without the permission, by a majority vote of the disinterested directors, of the Board of Directors.

ARTICLE 6 - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent Thomas Guessford Jr, 75 SW 12th Ave Boca Raton Fl 33486. The corporation may change its registered office or, registered agent or both by filing a statement of such with the Department of State of the State of Florida.

ARTICLE 7 - INITIAL STOCKHOLDER

The number of initial stockholders of the corporation shall be two, and their names and addresses and number of shares to be issued are as follows:

Timothy Francis Lucci, 75 SW 12th Ave Boca Raton Fl 33486, 500 shares
Thomas Guessford Jr, 75 SW 12th Ave Boca Raton Fl 33486, 500 shares

ARTICLE 8 - INCORPORATORS

The name and addresses of the incorporators of this corporation are as follows:

Timothy Francis Lucci, 75 SW 12th Ave Boca Raton Fl 33486
Thomas Guessford Jr, 75 SW 12th Ave Boca Raton Fl 33486

ARTICLE 9 -DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as stated in the by laws, but shall never be less than one.

The name and street address of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

Timothy Francis Lucci, 75 SW 12th Ave Boca Raton Fl 33486
Thomas Guessford Jr, 75 SW 12th Ave Boca Raton Fl 33486

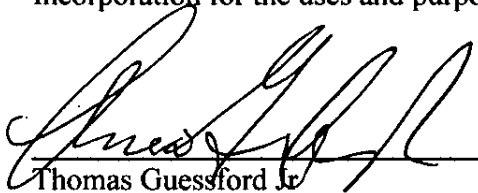
ARTICLE 10 - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon filing. The corporation shall have perpetual existence.

ARTICLE 11 - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to the Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the undersigned, have executed these articles of Incorporation for the uses and purposes therein stated on August 13th, 2010.



Thomas Guessford Jr

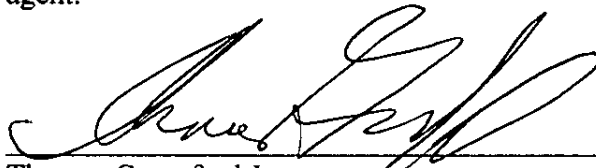
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE
OF FLORIDA.

- 1) The name of : TFL INVESTMENTS USA INC
- 2) The name and address of the registered agent and office is:

Thomas Guessford Jr
75 SW 12th Ave
Boca Raton Fl 33486

Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree to
comply with provisions of all statutes relating to the proper and complete performance of
my duties, and I am familiar with and accept the obligations of my position as registered
agent.



Thomas Guessford Jr

8-13-10

Date

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA