P970000 63783



ACCOUNT NO. : 072100000032

REFERENCE: 469544 146486A

AUTHORIZATION :

Patricia Pagaito

COST LIMIT : \$ 70

ORDER DATE: July 21, 1997

ORDER TIME : 9:48 AM

ORDER NO. : 469544-005

CUSTOMER NO: 146486A

400002245314--2 ...

CUSTOMER: Paul Larrow, Cpa

LARROW ACCOUNTING SERVICE

403 S.e. 32nd Street 3501 Del Prado Boulevard Cape Coral, FL 33904-4134

DOMESTIC FILING

NAME: GIULIO, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

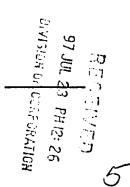
CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:



FILED

97 JUL 23 PH 2: 32

ARTICLES OF INCORPORATION

OF

- LORIDA

GIULIO, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GIULIO, INC.

The address of the principal office of this corporation shall be 1710 Southwest 43rd Terrace, Cape Coral, Florida 33914, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE_III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1710 Southwest 43rd Terrace, Cape Coral, Florida 33914, and the name of the initial registered agent of the corporation at that address is Frank Giuliano.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Frank Giuliano Dir.

1710 Southwest 43rd Terrace, Cape Coral, Florida 33914

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these

Articles of Incorporation on July 23, 1997.

Its Incorporator, Karen B. Rozar

CKS

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

I, Frank Giuliano, an individual residing in this state, having a business office located at 1710 SW 43rd Terrace; Cape Coral, FL 33914, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

GIULIO, INC.

Frank Giuliano is familiar with and accepts the obligations of the position of Registered Agent under Section 607-0505, Florida Statutes.

Erdale Giuliano