

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 FEB -4 AM 9:30

Alizeo Corporation of
Florida, Inc.

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98 FEB -4 AM 9:04

DIVISION OF CORPORATION

Signature _____

Requested by: Jon

2/4/98

4:19

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File 9800002420802-5

L.C. File 02/04/98-01005-006
***122.50 ***122.50

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

☒ Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

RP
02-04-98

98 FEB -4 AM 9:30

ARTICLES OF INCORPORATION
OF
ALIZEO CORPORATION OF FLORIDA, INC.

ARTICLE I
ALIZEO CORPORATION OF FLORIDA, INC.

The name of this corporation shall be:

ALIZEO CORPORATION OF FLORIDA, INC.

ARTICLE II
DURATION

This corporation shall commence its existence upon the filing of these Articles and shall continue until termination by the act of the directors or otherwise by law.

ARTICLE III
PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VI
PRINCIPAL OFFICE OF BUSINESS

The initial principal office and address of business of this corporation are: Principal Office Address. 5930 North Bay Road, Miami Beach, Florida 33140

ARTICLE VII
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered office of this corporation are: Jay D. Schwartz, Esq., 19495 Biscayne Blvd., #609, Aventura, FL 33180

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one.

The name of the Director is:

Alfredo Beracasa

The address of the Director is:

5930 North Bay Road, Miami Beach, Florida 33140

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles as Sole Incorporator is

Alfredo Beracasa, 5940 North Bay Road, Miami Beach, Florida 33141

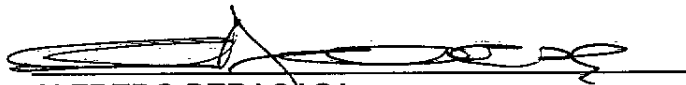
ARTICLE X
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE XI
AMENDMENTS

The right to amend or repeal any provision contained in these Articles of Incorporation is reserved to the Shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23 day of January, 1998.


ALFREDO BERACASA
Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 28 DAY OF JANUARY, 1998.



JAY D SCHWARTZ, REGISTERED AGENT

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