

6/18/98

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: T-COY, INC.

AUDIT NUMBER.....H98000011405

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA

7/16/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 19, 1998

EMPIRE

SUBJECT: T-COY, INC.
REF: W98000014079

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H98000011405
Letter Number: 398A00033953

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ARTICLES OF INCORPORATION

T-COY. INC.

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this corporation shall be:

T-COY. INC

ARTICLE II - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - STOCK

This corporation is authorized to issue 600 shares of common stock, each having a par value of \$1.00 which shall be designated common shares.

ARTICLE V - ADDRESS

The initial address of the principal office of the corporation is 755 East 49th Street

Prepared by:
Scott B. Bennett, Esquire
Grove Plaza-2nd Floor
2900 Middle Street
Miami, Florida 33133
(305) 441-9000
Fla Bar No: 874655

498000011405

LAW OFFICES ROBERT G. CORIOSSI, P.A.

GROVE PLAZA, SECOND FLOOR, 2900 MIDDLE STREET - COCONUT GROVE, FLORIDA 33133 • (305) 441-9000

305 541 3770 P.03/07

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JUL-02-1998 16:29

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Suite 8, Hialeah, Florida and the name of the initial registered agent of this corporation is:
CARLOS A. LEON, 755 East 49th Street, Suite 10, Hialeah, Florida 33013.

ARTICLE VI - DIRECTORS

This corporation shall have Three (3) director initially. The number of directors may be either 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 director of this corporation is

Carlos A. Leon
755 East 49th Street
Suite 10
Hialeah, Florida 33013
Registered Agent/Secretary/Vice President

Marco Piana - President

Andrea Piana - Treasurer

ARTICLE VII - SUBSCRIBERS

The name of the subscribers to these Articles of Incorporation are as follows:

Carlos A. Leon 200 shares

Marco Piana 200 shares

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Andrea Piana

200 shares

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and Shareholders.

ARTICLE IX - DIRECTORS' COMPENSATION

The Shareholders of this corporation shall have the exclusive authority to fix the compensation of the Director of this Corporation.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - INCORPORATOR

The name and address of the incorporator executing these Articles of Incorporation is: Carlos A. Leon
Grove Plaza-2nd Floor
2900 Middle Street
Miami, Florida 33133

The undersigned has executed these Articles of Incorporation this 17 day of June, 1998.


Incorporator

H98000011405

LAW OFFICES ROBERT G. CORIROSSI, P.A.

GROVE PLAZA, SECOND FLOOR, 2900 MIDDLE STREET • COCONUT GROVE, FLORIDA 33133 • (305) 441-9000

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STATE OF FLORIDA)
)
COUNTY OF DADE)

SS:

BEFORE ME the undersigned authority, appeared CARLOS A. LEON, personally known to me to be the individual described herein and who acknowledged before me that she executed the foregoing for the purposes therein expressed.

SWORN AND SUBSCRIBED to before me this 17 day of June, 1998



NOTARY PUBLIC,
State of Florida at large.

My Commission Expires:



SCOTT B BENNETT
My Commission CC421914
Expires Nov. 20, 1998
Bonded by HAI
800-422-1555

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LAW OFFICES ROBERT G. CORIOSSI, P.A.

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CERTIFICATE OF DESIGNATIONREGISTERED AGENT/REGISTERED OFFICE

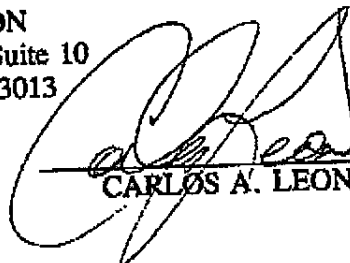
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is:

T-COY, INC.

2. The name and address of the Registered Agent and Office is:

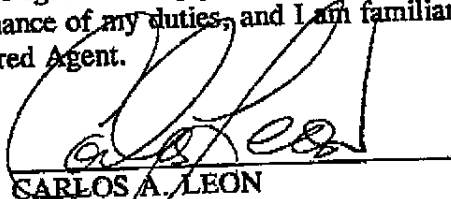
CARLOS A. LEON
755 East 49th Street, Suite 10
Hialeah, Florida 33013



CARLOS A. LEON

Date: 06-02-98

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 the 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.



CARLOS A. LEON

Date: 06-02-98

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TALLAHASSEE, FLORIDA

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