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LOCAL REPRESENTATIVE TALLAHASSEE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MODITALIA INC. (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

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<input type="checkbox"/>	NonProfit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
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<input type="checkbox"/>	Other

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 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

MODITALIA, INC.

(Proper Noun)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATION NAME

The corporation's name shall be: MODITALIA INC

ARTICLE II

DURATION

This corporation shall exist perpetually unless dissolved according to Florida laws.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of engaging in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED (500) shares of ONE DOLLAR (\$ 1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V

PLACE OF BUSINESS

The principal place of business of said corporation, shall be:

7700 Camino Real # D-307

Miami, FL 33143

ARTICLE VI

NUMBER OF DIRECTORS

The number of Directors of this corporation, shall be no less than one (1) nor more than fifteen (15).

ARTICLE VII

BOARD OF DIRECTORS

The name and addresses of the first Board of Directors of this corporation who shall hold office initially, are as follow:

NAME: <u>DIANA M. CASTILLO</u>
ADDRESS: <u>7700 Camino Real # D-307</u>
CITY: <u>Miami</u> STATE: <u>FL</u> Z.C.: <u>33143</u>
NAME: <u>ANA MARIA BORRACCIA</u>
ADDRESS: <u>116 Gardner Dr.</u>
CITY: <u>Novato</u> STATE: <u>CA</u> Z.C.: <u>94947</u>
NAME: _____
ADDRESS: _____
CITY: _____ STATE: _____ Z.C.: _____
NAME: _____
ADDRESS: _____
CITY: _____ STATE: _____ Z.C.: _____

ARTICLE VIII
INCORPORATORS

The names and addresses of the incorporators signing these Articles of the incorporation, are as follow:

NAME: <u>DIANA M. CASTILLO</u>	TITLE: <u>President</u>
ADDRESS: <u>7700 Camino Real # D-307</u>	
CITY: <u>Miami</u> STATE: <u>FL</u> Z.C.: <u>33143</u>	
NAME: <u>ANA MARIA BORRACCIA</u>	TITLE: <u>Secretary</u>
ADDRESS: <u>116 Gardner Dr.</u>	
CITY: <u>Novato</u> STATE: <u>CA</u> Z.C.: <u>94947</u>	
NAME: _____	TITLE: _____
ADDRESS: _____	
CITY: _____ STATE: _____ Z.C.: _____	
NAME: _____	TITLE: _____
ADDRESS: _____	
CITY: _____ STATE: _____ Z.C.: _____	
NAME: _____	TITLE: _____
ADDRESS: _____	
CITY: _____ STATE: _____ Z.C.: _____	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation, this 17 day of September, 1998.

Diana Castillo (Seal) _____ (Seal)
Ana Maria Borraccia (Seal) _____ (Seal)
 _____ (Seal) _____ (Seal)


STATE OF FLORIDA }
COUNTY OF DADE }

Before me, a Notary Public authorized to take acknowledgement in the State and County set for above, personally appeared:

DIANA M. CASTILLO AND ANA MATRIA BORRACCIA

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that They executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 17 day of September, 1998.


Notary Public
State of Florida at large

OFFICIAL NOTARY SEAL
B BALLINA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC640963
MY COMMISSION EXP. APR. 23, 2001

CERTIFICATE OF REGISTERED AGENT
OF

MODITALIA, INC.
(Name of Corporation)

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST; That MODITALIA, INC. desiring to
(Proper Noun)
organize under the laws of the State of Florida with its principal office,
as indicated in the articles of incorporation at City of Miami,
County of Miami Dade State of Florida, has named:

To: DIANA M. CASTILLO
Located at: 7700 Camino Real # d-307
City of: Miami County OF: Miami Dades
State of Florida.

as its Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position. I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Diana M. Castillo

Registered Agent

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