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ARTICLES OF INCORPORATION

OF

ITALIAN EXCLUSIVITIES, INC.

ARTICLE I - NAME

The name of this corporation is ITALIAN EXCLUSIVITIES,

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - ADDRESS

The mailing address of the corporation is 34 N.E. First Street, Miami, Florida 33132.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of NO par value common stock, which shall be designated "Common Stock".

ARTICLE VI- 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is 34 N.E. First Street, Miami, Florida 33132, and the name of the initial registered agent of this corporation is MIRCO CAVALLARIN.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have **one** (1) director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than ONE.

The name and address of the initial director of this corporation is:

Mirco Cavallarin

34 N.E. First Street Miami, FL 33132

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer of director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name and address of the person signing these articles is:

Gaston R. Alvarez

2701 LeJeune Road, #407 Coral Gables, FL 33134

	IN WITNES	S WHEREOF,	the	undersi	igned s	subscriber	has
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		()	GASTON	R. ALV	AREZ		
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE EFFECTIVE

In compliance with Section 607.0501 of the Florida Statutes, the following is submitted:

ITALIAN EXCLUSIVITIES, INC.

desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Miami, County of Miami-Dade, State of Florida, has named Mirco Cavallarin, located at 34 N.E. First Street, Miami, County of Miami-Dade, State of Florida 33132, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree 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.

Dated this 2/st day of SEPTEMBER, 1998.

Resident and Registered Agent