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FROM
COLDWELL BANKER
STE 104
3195 N POWERLINE RD
POMPANO BEACH FL 33069
DAVID Lipsick 954-978-9968

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____ 700003073067--8
(Corporation Name) (Document #) -12/16/99--01078--015
*****78.75 *****78.75
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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

FILED
99 DEC 16 PM 2:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

K. H. H. DEC 17 1999

**ARTICLES OF INCORPORATION
OF
TILT, INCORPORATED**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person of the age of eighteen years or more, hereby organizes the corporation with the name set forth below and adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is TILT, INCORPORATED (the "Corporation").

ARTICLE II

The period of the Corporation is perpetual.

ARTICLE III

The purpose for which the Corporation is organized is the transaction of any or all lawful business under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares of all classes of stock which the Corporation has authority to issue is 1,000 shares, \$1.00 par value.

ARTICLE V

No shareholder shall have any preemptive rights whatsoever, and cumulative voting shall not be permitted.

ARTICLE VI

The address of both the initial registered office of the Corporation and the mailing address of the Corporation is 4833 Okeechobee Blvd; Bay #103, West Palm Beach, FL 33417 and the name of the registered agent is Joseph A. Distasio. The initial address of the principal office of the Corporation shall be 4833 Okeechobee Blvd. Bay #103 West Palm Beach, FL 33417.

ARTICLE VII

The initial Board of Directors shall consist of three members who shall serve as director until the first annual meeting of shareholders or until successor(s) shall have been elected and qualified, and whose name and address is as follows:

NAME:

ADDRESS:

Joseph A. Distasio

4833 Okeechobee Blvd.
Bay #103
West Palm Beach, Fl 33417

Dion DeCesare

4833 Okeechobee Blvd.
Bay #103
West Palm Beach, Fl 33417

Eduardo J. Aranda

4833 Okeechobee Blvd.
Bay #103
West Palm Beach, Fl 33417

The number of directors may be increased or decreased from time to time by amendment to the By-laws of the Corporation.

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TALLAHASSEE, FLORIDA

ARTICLE VIII

The name and address of the incorporator of the Corporation is as follows:

NAME:

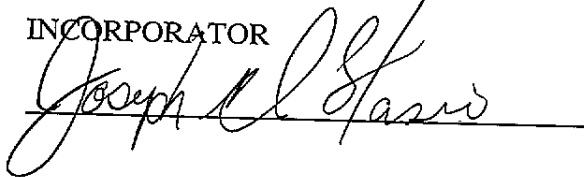
ADDRESS:

Joseph A. Distasio

4833 Okeechobee Blvd.
Bay #103
West Palm Beach, Fl. 33417

IN WITNESS WHEREOF, I have hereunto set my hand this _____ Day of
December, 1999.

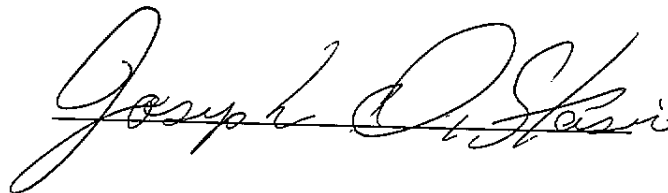
INCORPORATOR

A handwritten signature in cursive script, reading "Joseph A. Distasio", written over a horizontal line.

ARTICLE IX

I hereby accept the duties and responsibilities as registered agent.

REGISTERED AGENT

A handwritten signature in cursive script, reading "Joseph A. Distasio", written over a horizontal line.