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Financial Management Resources, Inc.
1155 Louisiana Avenue, Suite 204
Winter Park, Florida 32789

(Address)

(City/State/Zip/Phone #)

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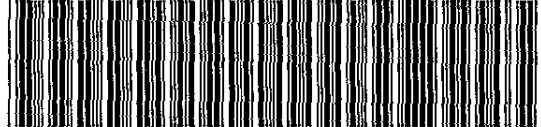
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ARTICLES OF INCORPORATION
OF
ORDER SONS OF ITALY IN AMERICA, CLERMONT LODGE NO. 2784, INC.

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SECRETARY OF STATE
TALLAHASSEE FL 32304

The undersigned, being of legal age and competent to contract, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I.
Name

The name of this Corporation shall be ORDER SONS OF ITALY IN AMERICA, CLERMONT LODGE NO. 2784, INC.

ARTICLE II.
Principal Office

The principal business office of this corporation shall be located at:

c/o Anthony Trivelli
2860 Highland View Circle
Clermont, Florida 34711

Mailing Address:

P.O. Box 120995
Clermont, Florida 34712

ARTICLE III.
Duration

This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE IV.
Method Of Election

The method of election of directors and members shall be stated in the Corporation's bylaws.

ARTICLE V.
Initial Board Of Directors

This Corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws. The names and street addresses of the initial directors of this Corporation are:

Anthony Trivelli
2860 Highland View Circle
Clermont, FL 34711

Robert Berardi
16012 Lanesboro Court
Clermont, FL 34711

Pamela S. Ghezzi
2856 Highland View Circle
Clermont, FL 34711

Directors may be removed with cause.

ARTICLE VI.
Initial Registered Office And Agent

The initial registered office of this Corporation shall be located at 2856 Highland View Circle, Clermont, Florida 34711, mailing address at P.O. Box 120995, Clermont FL 34712; and the initial registered agent of the Corporation at that address shall be Pamela S. Ghezzi. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE VII.
Non Profit Purpose

The purpose for which the corporation is organized and created shall be the operation exclusively and solely within the provisions of Section 501(c)(3) of the Internal Revenue Code or any similar Federal Statute hereinafter in affect, for charitable, cultural, literary, educational, scientific or medical research purposes. No part of the assets of the corporation shall inure to the benefit of any private shareholder or individual, and no part of the activities of this

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

organization shall consist of carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf on any candidate for public office; but the corporation may inure to the benefit of the Grand Lodge of Florida, Order Sons of Italy in America, Inc., any local lodge or its designated charitable organization of the Order Sons of Italy in America, Florida Chapter.

**ARTICLE VIII.
Specific Purposes**

The purpose of the business to be transacted or conducted by this corporation shall be as follows:

Promote and preserve Italian heritage, philanthropy in our community, and academic scholarships for deserving students as selected by our Lodge.

**ARTICLE IX.
Incorporator**

The name and street address of the persons signing these Articles as Incorporator are:

Anthony Trivelli
2860 Highland View Circle
Clermont, FL 34711

Robert Berardi
16012 Lanesboro Court
Clermont, FL 34711

Pamela S. Ghezzi
2856 Highland View Circle
Clermont, FL 34711

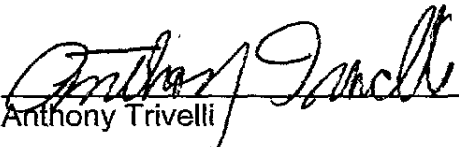
**ARTICLE X.
Bylaws**

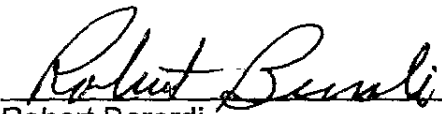
Except as otherwise provided by law, the power to adopt, alter, amend or repeal the bylaws shall be vested in the Board of Directors

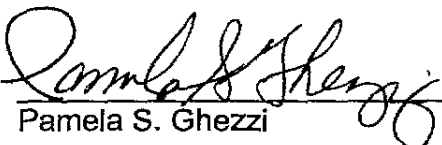
ARTICLE XI.
Headings And Captions

The headings or captions of these various articles are inserted for convenience and none of them shall have any force of effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned, being the incorporators hereinbefore named, for the purpose of forming a corporation under the laws of the State of Florida to do business both within and without the State of Florida, hereby makes and files these Articles of Incorporation, declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto set their hand and seal this 11 day of February, 2003.


Anthony Trivelli


Robert Berardi


Pamela S. Ghezzi

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

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TALLAHASSEE, FLORIDA

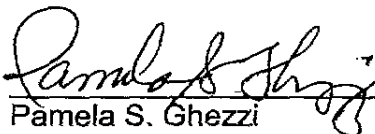
In compliance with Section 48.091, Florida Statutes, the following is submitted:

Order Sons of Italy in America, Clermont Lodge No. 2784, Inc., desiring to organize as a corporation under the laws of the State of Florida, with its initial registered office at 2856 Highland View Circle, Clermont FL 34711, **mailing address at P.O. Box 120995, Clermont Florida 34712**; has named and designated Pamela S. Ghezzi as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 11 day of February, 2003.



Pamela S. Ghezzi
Registered Agent