

P0000005149

TRANSMITTAL LETTER

FILED

00 JAN 10 AM 11:07

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

600003093096--4
-01/10/00--01078--011
*****78.75 *****78.75

SUBJECT: ROMANELLI USA, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :\$78.75

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Milagros Fernandez
Name (Printed or typed)

27553 S Dixie Hwy

Address

Homestead, Fl 33032

City, State & Zip

305-242-7174

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

P-1 1/18/2000 ✓

ARTICLES OF INCORPORATION
OF
ROMANELLI USA, INC.

FILED
00 JAN 10 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be:

ROMANELLI USA, INC.

The principal place of business of this corporation shall be at:

12964 SW 251st STREET
MIAMI, FLORIDA 33032

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws
of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one
time is 500 shares of common stock having no par value per share. All stock when issued shall be fully
paid and non-assessable. The entire capital stock, or any portion thereof, may be paid for in cash, property,
labor or services, or a consideration having a value in the judgment of the Board of Directors of the
corporation at least equal to the full value of the stock so to be issued.

ARTICLE V. ADDRESS

The street address of the initial registered office of the corporation shall be 27553 S. DIXIE HWY
Homestead, Florida 33032 and the name of the initial registered agent of the corporation at that address is
MILAGROS FERNANDEZ.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have TWO officers and directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until successors are elected or appointed are:

FRANCESCO ROMANELLI
12964 SW 251st STREET
MIAMI, FLORIDA 33032

NEYMA N. ROMANELLI
12964 SW 251st STREET
MIAMI, FLORIDA

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

MILAGROS FERNANDEZ, 27553 S. DIXIE HWY, MIAMI, FLORIDA 33032.

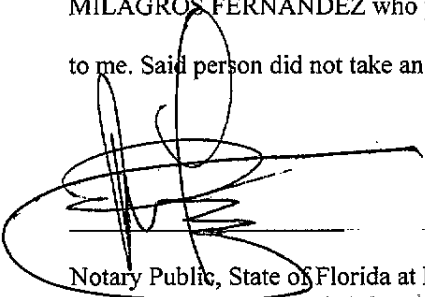
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 30th day of December, 99 1999.


MILAGROS FERNANDEZ

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 30th day of DECEMBER, 1999, by MILAGROS FERNANDEZ who produced _____ as identification or is personally known to me. Said person did not take an oath.


Notary Public, State of Florida at Large



Heman A Fernandez
My Commission CC835843
Expires May 11, 2003

My Commission Expires: 5/11/03

CERTIFICATE DESIGNATING PLACE OF BUSINESS

FILED

OR DOMICILE FOR THE SERVICE OF PROCESS

00 JAN 10 AM 11:07

WITHIN THIS STATE, NAMING AGENT UPON WHOM

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROCESS MAY BE SERVED

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

ROMANELLI USA, INC., desiring to organize under the laws of the State of

Florida, with its principal office, as indicated in the Articles of Incorporation, at Miami, County of Dade,

State of Florida, has named MILAGROS FERNANDEZ, 27553 S. Dixie Hwy, Miami, Florida 33032 as

its agent to accept service of process within this state.



INCORPORATER

ACKNOWLEDGEMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



MILAGROS FERNANDEZ