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ROBERT BAILEY BRANSON

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(407) 894-6834

October 22, 1999

From: Law Office of Robert B. Branson
1524 East Livingston Street
Orlando, Florida 32803

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-10/27/99--01031--005
*****78.75 *****78.75

Subject: Moreno, Inc.

To: Division of Corporations
Box 6327
Tallahassee, Florida 32314

Enclosed are Articles of Inc. for subject Corporation. Return the Certified Articles, Chapter and receipt to the address indicated above.



Law Office of Robert B. Branson
Robert B. Branson, Esquire
Florida Bar no: 800988
John Raffaelli, Esquire
Florida Bar no: 808008
15324 E. Livingston Street
Orlando, Florida 32803
(407) 894-6834

FILED
00 JAN 21 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-28416
W-24918
gjc 10/98



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 14, 2000

ROBERT B BRANSON, ESQUIRE
1524 E LIVINGSTON ST
ORLANDO, FL 32803

SUBJECT: DIMORENO, INC.
Ref. Number: W00000001201

We have received your document for DIMORENO, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$78.75.

The articles of incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

A corporation can have only one registered agent. Your articles do not specify which person is the registered agent even though Melanie A. Moreno signs accepting the designation.

We are enclosing one of our simplified forms for your convenience.

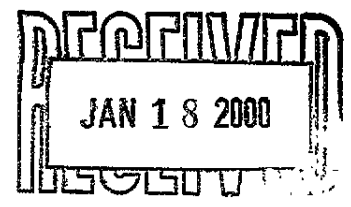
I will hold your Express Mail envelope for returning your completed filing.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 800A00002061



ARTICLES OF INCORPORATION OF A CORPORATION FOR FLORIDA

The following Articles of Incorporation are executed to establish a Corporation under the laws of the State of Florida.

ARTICLE 1 - CORPORATE NAME AND ADDRESS: The Name and Address of this Corporation:

DiMoreno, Inc.
7955 Snowberry Circle
Orlando, FL 32819

ARTICLE 2 - INCORPORATOR/INITIAL DIRECTOR/REGISTERED AGENT and REGISTERED ADDRESS (All persons listed after the first are additional Initial Directors):

Odivaldo G. Moreno, President
7955 Snowberry Circle
Orlando, FL 32819

Melanie Moreno, Vice President
7955 Snowberry Circle
Orlando, FL 32819

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 3 - AUTHORIZED SHARES (Maximum Number and Par Value Per Share):

One Thousand (1000) Shares at One Dollar (\$1.00) per share.

ARTICLE 4 - AUTHORIZED SHARES OF STOCK: Any portion of the shares of stock of this corporation may be issued for cash, property, services actually performed or any right or thing having a value at least equal to the full value of the stock to be so issued. Neither promissory notes nor future services shall constitute part or full payment for the issuance of such shares. All issued shares shall be fully paid and non-assessable as though paid for in cash. The stockholders shall be the sole judges of the value of the property, right or thing exchanged for such shares and their judgment of such value shall be conclusive. The stockholders shall have the right to increase the amount of authorized shares, either with or without nominal or par value and to provide the designation, preference, voting power of, and other restrictions on, the same.

ARTICLE 5 - POWERS, PURPOSES, EXISTENCE AND COMMENCEMENT: This corporation shall have all of the powers conferred upon Corporations or Professional Associations and may engage in any business or activity, permitted by laws of the State of Florida. This corporation shall have perpetual existence and shall commence such existence on the date these Articles are executed and acknowledged if the same are filed with the Secretary of the State of Florida within five (5) days of said execution. If said Articles are not filed with the Secretary of State of Florida within said five (5) days, the corporation shall commence its existence on the date these Articles are filed with said Secretary of State.

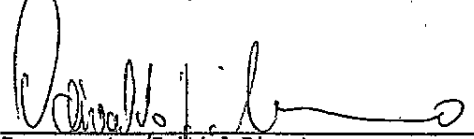
ARTICLE 6 - STATED CAPITAL: The stated capital of this corporation shall be the sum of the par value of all shares of the corporation having a par value that have been issued and not canceled; the amount of the consideration received by the corporation for all shares of this corporation without par value that have been issued, except such part of the consideration thereof that has been allocated to capital surplus in a manner permitted by law; and such amounts not included immediately above that had not been transferred to stated capital of this corporation, whether upon the issue of shares as a share dividend or otherwise, minus all deductions from such sums that have been effected in a manner permitted by law.

ARTICLE 7 - AMENDMENTS TO ARTICLES: Every amendment to these Articles shall be approved by the stockholders by a majority of the shares entitled to vote thereon at a meeting called for such purposes.

ARTICLE 8 - STOCKHOLDERS ACTING IN LIEU OF DIRECTORS/OFFICERS: The business of this corporation shall be conducted by the stockholders of this corporation acting as, and in lieu of, directors. The stockholders shall be deemed directors of this corporation when their purchase of stock has been recorded in the stock ledger of this corporation and shall collectively constitute the Board of Directors. Any action required by law to be performed by directors shall be taken by the stockholders acting as directors. Each stockholder shall have votes equal to the number of shares owned by said stockholder. The Initial Director shall hold the organizational meeting of this corporation or otherwise ratify the actions of the Incorporator who may have conducted said meeting. Any action of the stockholders may be taken without a formal meeting if written consent setting forth the action taken is signed by all the stockholders entitled to vote if a meeting had been held. Said consent shall have the effect of a unanimous vote of the stockholders. In addition to the stockholders, the business of this corporation shall be conducted by such officers as may be set forth in the By-Laws of this corporation. The stockholders shall have the right to (1) issue unissued or treasury shares of this corporation for securities of this corporation convertible into a right to subscribe or acquire shares of this corporation and containing such conditions or rights, including preemptive rights, as the stockholders may deem proper, (2) limit the transferring, assigning, pledging, devising, and bequeathing of the stock of this corporation and all other matters permitted by the laws of Florida in any agreement among themselves, (3) approve the reasonable charges and expenses of incorporating this corporation, including attorney's fees and costs and the reasonable expenses and compensation for the sale or underwriting of the shares of this corporation. The same may be allowed to be paid out of the consideration received by the corporation for the issuance of the shares without thereby impairing the fully paid and non-assessable status of such shares, and (4) adopt, alter, amend or repeal the By-Laws of this Corporation. The By-Laws may contain any provision for the regulation and management of the affairs of this Corporation not inconsistent with law or these Articles of Incorporation. Any stockholder may appoint another person to serve in the stockholders stead.

IN WITNESS WHEREOF, I execute these Articles of Incorporation.

The Undersigned accepts the duties of registered agent of this corporation.

x 
Incorporator/Initial Director/President


Registered Agent/Vice President

STATE OF FLORIDA, COUNTY OF ORANGE - ACKNOWLEDGEMENT: Before the undersigned personally appeared the Incorporator/Initial Director and Registered Agent known to me to be the person described herein who acknowledged executing these Articles.

Dated on 10/17/99



Tammy C. Branson
MY COMMISSION # CC869703 EXPIRES
September 7, 2003
BONDED THRU TROY FAIR INSURANCE