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Joseph E. Johnson, P.A.
COUNSELOR & ATTORNEY AT LAW

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December 18, 1999

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-01/13/00-01096-011
*****78.75 *****78.75

Florida Department of State
Division of Corporations
Tallahassee, FL 32399-0100

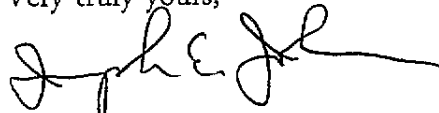
Re: Articles of Incorporation of Ventimiglia, Inc.

To Whom It May Concern,

Enclosed please find Articles of Incorporation for Ventimiglia, Inc., and check in the amount of \$78.75 for filing said Articles and certified copy of said Articles.

Thank you for your attention to this matter.

Very truly yours,



Joseph E. Johnson
Counsellor and Attorney at Law

Enclosures as stated

FILED
00 JAN 13 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
VENTIGMIGLIA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is VENTIMIGLIA, INC.

ARTICLE II

The address of the principal office of the Corporation is 205 SW Sixth Street, Boca Raton, Florida 33432.

ARTICLE III

The maximum number of shares of this Corporation is authorized to issue is 100, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is 70 SE Fourth Avenue, Delray Beach, Florida 33483. The initial registered agent for the Corporation at that

address is Joseph E. Johnson, Attorney at Law.

ARTICLE V

The name and street address of the person signing these articles is: JOSEPH A PORCELLO, 205 SW Sixth Street, Boca Raton, Florida 33432.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this _____ day of December, 1999.


JOSEPH A. PORCELLO, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for VENTIMEGLIA, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and adcepts the obligations fo that position pursuant to F.S. 607.0501(3)


JOSEPH E. JOHNSON, Attorney at Law

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA