

P000000016374**Florida Department of State**

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000006678 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : SANDRA LAMBERT, P.A.

Account Number : I19990000086

Phone : (561) 368-0268

Fax Number : (561) 394-2970

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB 15 AM 9:26

FILED

FLORIDA PROFIT CORPORATION OR P.A.**VITA NUOVA, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$70.00

Facsimile Audit Number: (((H000000066787)))

CERTIFICATE OF ARTICLES OF INCORPORATION

FOR

VITA NUOVA, INC.

The undersigned for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions for the formation, liability, rights, privileges and immunities of a corporation for profit, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:

VITA NUOVA, INC.

and the principal office is 23249 "G" Island View, Boca Raton, Florida 33433.

ARTICLE II

This corporation may engage in any activity of business permitted under the laws of the United States and of this State.

ARTICLE III

The amount of the authorized capital stock of this corporation shall be: 1000 Shares

Sandra Lambert, P.A.
370 W. Camino Gardens Boulevard #114
Boca Raton, Florida 33432
Telephone (561) 368-0268
FBN 061750
Facsimile Audit Number: (((H000000066787)))

FILED
00 FEB 15 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Facsimile Audit Number: (((H000000066787)))

ARTICLE IV

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his p/ro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The term for which this corporation shall exist is perpetual.

ARTICLE VI

The initial registered office of this corporation shall be: 370 W. Camino Gardens Boulevard, Boca Raton, Florida 33432

The initial registered agent shall be: Sandra Lambert

The initial registered office may have such other places of business in the State of Florida as the nature and progress of the business from time to time shall render necessary or desirable. Said corporation shall also have the power to conduct its business outside the State of Florida and/or in any and all the several states and territories and districts of the United States, and in any and all foreign countries, and may have one or more offices, in any of the said places of business.

ARTICLE VII

The business of said corporation shall be conducted by a Board of Directors, which shall consist of not less than one (1) member, nor more than five (5) members, as the same may be provided by the By-Laws of the corporation, and the following officers, to-wit: a president,

Facsimile Audit Number: (((H000000066787))) 2

Facsimile Audit Number: (((H000000066787)))

secretary and treasurer, and such other officers as the Board of Directors may elect, provided that any three (3) offices may be held by one and the same person(s). The members of said Board of Directors shall be elected at the annual meeting of the stockholders of said corporation, and the officers shall be elected by the Board of Directors at a meeting to be held immediately after adjournment of that of the annual stockholders' meeting.

ARTICLE VIII

The names and post office addresses of the first Board of Directors, who, subject to the provisions of these articles, for the first year of the corporations' existence or until their successors are duly elected and qualified, are:

NAME

ADDRESS

Antonio Ferranti

Via Palizzi 95
Napoli, 80127 Italy

Zoe Ferranti

Via Palizzi 95
Napoli, 80127 Italy

ARTICLE IX

The annual meeting of the stockholders of the corporation shall be fixed by the By-Laws and the power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X

The name and place of residence of each incorporator of this corporation and the amount of shares of stock subscribed for are as follows:

Facsimile Audit Number: (((H000000066787))) 3

Facsimile Audit Number: (((H000000066787)))

<u>NAME & ADDRESS</u>	<u>NUMBER OF SHARES</u>
Antonio Ferranti Via Palizzi 95 Napoli, 80127 Italy	383 Shares
Zoe Ferranti Via Palizzi 95 Napoli, 80127 Italy	367 Shares

ARTICLE XI

The members of the Board of Directors, or an Executive Committee shall be deemed present at a meeting of such Board or Committee if a conference telephone, or similar communication equipment by means of which all persons participating in the meeting can hear each other, is used.

ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this _____ day of February, 2000.



ANTONIO FERRANTI (Seal)



ZOE FERRANTI (Seal)

Facsimile Audit Number: (((H000000066787))) 4

Facsimile Audit Number: (((H000000066787)))

STATE OF FLORIDA
COUNTY OF PALM BEACH

ON THIS DAY, personally appeared before me, the undersigned authority, duly authorized to administer oaths, to me known to be the person(s) described in and who executed the above and foregoing proposed charter, and they acknowledged that they executed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Boca Raton, Florida, County of Palm Beach, this 15th day of February, 2000.

My Commission Expires:



JOHN CARTER KOZMAR
NOTARY PUBLIC
COMMISSION # CC756682
EXPIRES SEP 12, 2002
BONDED THROUGH
ADVANTAGE NOTARY

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That VITA NUOVA , INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Boca Raton, County of Palm Beach, State of Florida, has named SANDRA LAMBERT located at 370 W. Camino Gardens Boulevard, Suite 114, City of Boca Raton, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

Facsimile Audit Number: (((H000000066787))) 5

Facsimile Audit Number: (((H000000066787)))

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at 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.

By: *Sandra Lambert*
SANDRA LAMBERT
(Resident Agent)

FILED
00 FEB 15 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Facsimile Audit Number: (((H000000066787))) 6