

**P00000038422**

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

FILED  
00 APR 17 AM 8:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**the medici project corp.**

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
THE MEDICI PROJECT CORP.

00 APR 17 AM 8:15

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation is The Medici Project Corp.

ARTICLE II. DURATION AND COMMENCEMENT OF EXISTENCE

The corporation is to have perpetual existence, commencing at the filing of these articles with the Department of State.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is five hundred (500) shares of common stock at a par value of one dollar (\$1.00) per share.

Shares of stock may be disposed of by the corporation for such consideration, having a value of not less than par value of the shares issued therefore, as is determined from time to time by vote of the majority of the outstanding stock.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by vote of the majority of the outstanding stock.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration for which shares are to be issued shall have been received by the corporation; such shares shall be deemed fully paid and nonassessable.

The stock in the corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida is 17555 Collins Avenue #603, Sunny Isles Beach, FL 3316066 and the initial registered agent of this corporation at such address is Michelina Mottolese.

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Having been named as registered agent on whom process may be served for the above-stated corporation, at the place designated herein, I hereby accept said appointment as registered agent.

*Micheline Mottolese*  
Micheline Mottolese-Registered Agent

00 APR 17 AM 8:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE VI. INCORPORATION

The name and address of the person signing these articles is Micheline Mottolese 17555 Collins Avenue #603, Sunny Isles Beach, FL 33166.

ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation shall be located at 17555 Collins Avenue #603, Sunny Isles Beach, FL 33166.

ARTICLE VIII. MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name(s) and address(es) of the initial directors of this corporation are Micheline Mottolese and Edgar F. Jimenez.

ARTICLE XI. AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by Statute, and all rights conferred upon by shareholders herein granted herein subject to this reservation.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 17<sup>th</sup> day of April, 2000.00

Micholina Mottolese  
 Micholina Mottolese

STATE OF FLORIDA        )  
                               )SS  
 COUNTY OF DADE         )

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of April, 2000, by Micholina Mottolese.

Danae M. Ramirez  
 NOTARY PUBLIC - State of Florida

Personally known ✓ OR Produced Identification \_\_\_\_\_  
 Type of Identification Produced \_\_\_\_\_

Prepared By: Carlos Garcia, Esq.  
 GARCIA, PEREZ-SIAM & ASSOCIATES  
 265 Sevilla Avenue  
 Coral Gables, FL 33134  
 (305) 447-6609

NOTARY PUBLIC  
 DANA E. M. RAMIREZ  
 COMMISSION # CC387704  
 EXPIRES OCT 01, 2000

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