

JOHN S. KENNELLY
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BY FEDERAL EXPRESS

May 1, 2000

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399
(904) 487-6052

RE: Corporate filing for:
Vespa of Broward, Inc.

200003237252--4
-05/03/00--01083--001
*****87.50 *****87.50

Dear Sirs,

Please find enclosed the following original documents for filing in regard to the above referenced entities:

VESPA OF BROWARD, INC. (please provide certified copy and certificate of status)

- ▶ Articles of Incorporation
filing fees: (\$78.75 plus \$8.75 for certificate of status = \$87.50)

Please return the recorded documents to my office address:

John S. Kennelly, Esq.
6849 Cobia Circle
Boynton Beach, FL 33437

by mail. Thank you for your assistance. If you have any questions or comments, please do not hesitate to contact me.

Yours sincerely,

[Signature]
John S. Kennelly

FILED
00 MAY - 3 PM 2:15
DIVISION OF STATE
TALLAHASSEE, FLORIDA

PH 5/5/00

FILED

00 MAY -3 PM 2: 17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

VESPA OF BROWARD, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

Vespa of Broward, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation shall be 2851 Cypress Creek Road, Fort Lauderdale, FL 33308 and the mailing address of the corporation shall be the same.

ARTICLE III

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 IV

NUMBER OF SHARES OF COMMON STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having \$1.00 par value per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 6849 Cobia Circle, Boynton Beach, FL 33437, and the name of the initial registered agent of the corporation at that address is JOHN S. KENNELLY, ESQ.

ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

INCORPORATOR

The name and address of the person executing these Articles of Incorporation as Incorporator is JOHN S. KENNELLY, 6849 Cobia Circle, Boynton Beach, FL 33437.

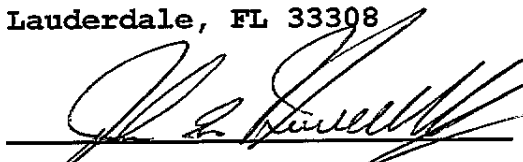
ARTICLE VIII

OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The number of directors may be either increased or decreased from time to time as provided in the By-Laws of the corporation, but shall never be less than one. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

ANTHONY R. CAPPADONA
Director / President
2851 Cypress Creek Road
Fort Lauderdale, FL 33308

DATED: May 1, 2000


JOHN S. KENNELLY, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as Registered Agent for the Corporation named in the foregoing Articles of Incorporation, and having an office identical with the registered office of the Corporation named in the foregoing Articles of Incorporation, JOHN S. KENNELLY is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

REGISTERED AGENT:


JOHN S. KENNELLY

FILED
00 MAY -3 PM 2:17
CLERK OF STATE
TALLAHASSEE, FLORIDA