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August 17, 2000

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Mezzanotte Holding, Inc.

**600000078283**

**Filing Evidence**

- ☐ Plain/Confirmation Copy  
☒ Certified Copy

**Type of Document**

- ☐ Certificate of Status  
☐ Certificate of Good Standing  
☐ Articles Only  
☐ All Charter Documents to Include Articles & Amendments  
☐ Certificate of Fictitious Name

**Retrieval Request**

- ☐ Photocopy  
☐ Certified Copy

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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00 AUG 18 AM 10:10  
TALLAHASSEE  
FBI

T.SMITH AUG 18 2000

ARTICLES OF INCORPORATION  
OF  
MEZZANOTTE HOLDING, INC.

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name and principal office of this Corporation shall be:

MEZZANOTTE HOLDING, INC.

c/o Rafael Sánchez-Aballí, Esq.  
1101 Brickell Avenue, Suite 1400  
Miami, Florida 33131

FILED  
00 AUG 18 AM 10:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 10,000 shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

TERM OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

## ARTICLE V

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1101 Brickell Avenue, Suite 1400  
Miami, Florida 33131

The name of the initial registered agent of this Corporation at that address shall be:

Rafael Sánchez-Aballí, Esq.

## ARTICLE VI

### BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

## ARTICLE VII

### DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the initial members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>Name</u>	<u>Street Address</u>
Piero Filpi	c/o Rafferty, Gutiérrez & Sánchez-Aballí, P.A. 1101 Brickell Avenue, Suite 1400 Miami, Florida 33131
Tom Billante	c/o Rafferty, Gutiérrez & Sánchez-Aballí, P.A. 1101 Brickell Avenue, Suite 1400 Miami, Florida 33131

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

Name

Street Address

Rafael Sánchez-Aballí, Esq.

1101 Brickell Avenue, Suite 1400  
Miami, Florida 33131


IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 15<sup>th</sup> day of August, 2000.

  
\_\_\_\_\_  
Rafael Sánchez-Aballí, Esq., Incorporator

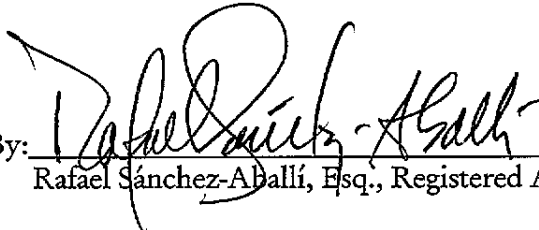
DESIGNATION AND ACCEPTANCE  
OF  
REGISTERED AGENT

RECEIVED  
SECRETARY OF STATE  
00 AUG 18 2018  
TALLAHASSEE

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, MEZZANOTTE HOLDING, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1101 Brickell Avenue, Suite 1400, Miami, Florida 33131, has named Rafael Sánchez-Aballí, Esq., located thereat as its registered agent to accept service of process within this state.

By:   
Rafael Sánchez-Aballí, Esq., Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By:   
Rafael Sánchez-Aballí, Esq., Registered Agent