

**TJ ROPP ACCOUNTING  
SERVICES INC.**

P.O. Box 5887 • Sarasota, FL 34277 • 941-377-7474 • Fax 378-0346

**P01000009526**

FILED  
01 JAN 23 PM 1:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 17, 2001

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-01/23/01--01016--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Divisions of Corporations  
PO Box 6327  
Tallahassee, FL 32314

RE: D'Andraia Enterprises, Inc.

Sir or Madam:

Enclosed are the incorporation documents for the above Corporation. Also enclosed is our check for \$ 70.00 to cover the fees. Please forward these papers to:

TJ Ropp Accounting Services Inc  
3202 N Tamiami Trail  
Sarasota, FL 34234

**EFFECTIVE DATE**  
1-17-01

Thank you and if you have any questions please feel free to contact us at 941-355-9781.

Sincerely

*John G Ropp*

John G Ropp

1-25-01  
WC

ARTICLES OF INCORPORATION OF

D'Andraia Enterprises, Inc.

ARTICLE I - Name

The name and address of the Corporation is:

D'Andraia Enterprises, Inc.  
1800 Northgate Blvd  
Unit A-4  
Sarasota, Fl 34234

ARTICLE II - Existence

This Corporation shall commence existence on the date of execution and acknowledgement of these articles.

ARTICLE III - Purpose

The general purpose for which this Corporation is organized shall be the transacting of any or all lawful business which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - Capital Stock

This Corporation is authorized to issue 500 shares of common stock, each having a par value of \$ 1.00.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 1910 Harborside Dr, Apt # 502, Longboat Key, Fl 34228 and the name of the initial registered agent of this Corporation at that address is Vincenzo D'Andraia.

ARTICLE VI - Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws, but there shall always be at least one director. The name and address of the initial directors are:

Vinzenzo D'Andraia 1910 Harborside Dr, Apt # 502, Longboat Key, Fl 34228  
Carol D'Andraia 1910 Harborside Dr, Apt # 502, Longbosy Key, Fl 34228

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ARTICLE VII – Incorporator

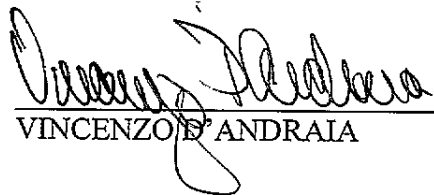
The name and address of the person signing these Articles of Incorporation is: Vincenzo D'Andraia, 1910 Harborside Dr, Apt # 502, Longboat Key, Fl 34228.

ARTICLE VIII – By-Laws

The power to adopt, alter, amend or repeal By-Laws of this Corporation shall be vested in either the Board of Directors, or the Shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the Shareholders if the Shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLE IX – Indemnification

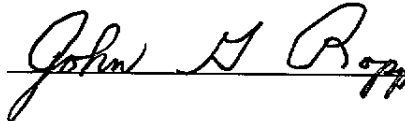
This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

  
VINCENZO D'ANDRAIA

STATE OF FLORIDA

County of Sarasota

The foregoing instrument was acknowledged before me on this 17<sup>th</sup> day  
JANUARY, 2001.

  
John H. Rapp

ACCEPTANCE

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

  
VINCENZO D'ANDRAIA