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TRANSMITTAL LETTER

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Subject: **Gerard Rossi, Inc.**

400003768764--3
-02/26/01--01154--001
*****70.00 *****70.00

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate

\$122.50
Filing Fee &
Certified Copy

\$131.25
Filing Fee &
Certified copy
& Certificate

FROM:

**Arlene F. Melchione
P.O. Box 3862
Hallandale, FL 33008**

NOTE: Please provide the original and one copy of the articles.

no number found

FILED
01 MAR 20 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Wol-4S1S
gry/27*



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 27, 2001

ARLENE F. MELCHIONE
P.O. BOX 3862
HALLANDALE, FL 33008

SUBJECT: GERALD ROSSI, INC.
Ref. Number: W01000004515

We have received your document for GERALD ROSSI, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state the number of shares of authorized stock.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum
Document Specialist

Letter Number: 601A00012364

ARTICLES OF INCORPORATION
OF

Gerard Rossi, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Gerard Rossi, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O. Box 3862
Hallandale, FL 33008

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares @ \$1.00 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Arlene F Melchione
1015 Adams Street
Hollywood, FL 33019

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Gerard Rossi, Inc.


2. The name and address of the registered agent and office is:

Arlene F. Melchione
1015 Adams Street
Hollywood, FL 33019

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TALLAHASSEE, FLORIDA

FILED

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

2/2/01
(DATE)

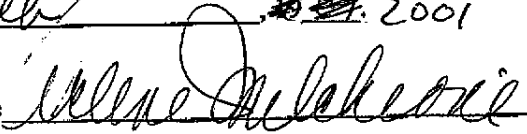
ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporations is:

Arlene F. Melchione
1015 Adams Street
Hollywood, FL 33019

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this
21 day of Feb, ~~20~~ 2001

Signature



NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.