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October 11, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

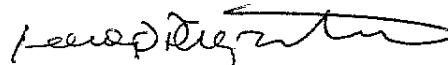
Re: Amalfi, Inc.

100003426111--4
-10/16/00--01111--002
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed is an original and one copy of Articles of Incorporation for Amalfi, Inc. Please file the Articles of Incorporation and return to our office one (1) certified copy of same. I also enclose our firm's check in the amount of \$78.75 for the filing and certification fee.

Sincerely,



Louis D. D'Agostino
For the Firm

LDD/skb

Enclosures

cc: Client

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FILED
01 APR 23 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W00-24971



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 17, 2000

LOUIS D. D'AGOSTINO
CHEFFY PASSIDOMO WILSON & JOHNSON
821 FIFTH AVENUE SOUTH, SUITE 201
NAPLES, FL 34102

SUBJECT: AMALFI, INC.
Ref. Number: W00000024971

We have received your document for AMALFI, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 600A00054321

ARTICLES OF INCORPORATION
OF
BADA BOINK, INC.

FILED
01 APR 23 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.
CORPORATE NAME

The name of this Corporation is: **BADA BOINK, INC.**

ARTICLE II.
CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 1,000 common shares. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

ARTICLE III.
INCORPORATOR

The name and address of the incorporator are:

Name

Address

Louis D. D'Agostino

Cheffy, Passidomo, Wilson & Johnson, LLP
821 Fifth Avenue South, Suite 201
Naples, Florida 34102

ARTICLE IV.
INITIAL REGISTERED OFFICE AND AGENT


The street address of the initial registered office of this Corporation is: 821 Fifth Avenue South, Suite 201, Naples, Florida 34102, and the name of the initial registered agent of this Corporation at this address is Louis D. D'Agostino.

ARTICLE V.
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be 5215 Old Gallows Way, Naples, Florida 34105.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 10th day of April, 2001.

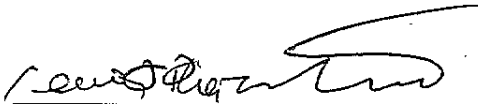
I hereby am familiar with and accept the duties and responsibilities as the Registered Agent.


Louis D. D'Agostino, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

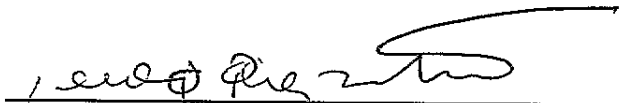
THAT BADA BOINK, INC., desiring to organize or qualify under the laws of the
State of Florida, with its principal place of business located at 5215 Old Gallows Way,
Naples, Florida 34105, has named Louis D. D'Agostino, located at 821 Fifth Avenue
South, Suite 201, Naples, Florida 34102, as its agent to accept service of process within
Florida.



Louis D. D'Agostino, Incorporator

Dated: April 20, 2001

Having been named to accept service of process for the above-stated corporation,
at the place designated in this Certificate, Louis D. D'Agostino hereby agrees to comply
with the provisions of all statutes relative to the proper and complete performance of its
duties.



Louis D. D'Agostino, Incorporator

Dated: April 20, 2001

FILED
01 APR 23 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA