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ROSA M. CHAVARRIA
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Tampa, FL 33604
(813) 354-9440

June 1, 2001

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

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*****78.75 *****78.75

SUBJECT: DI MICHELE WHOLESALE, INC.

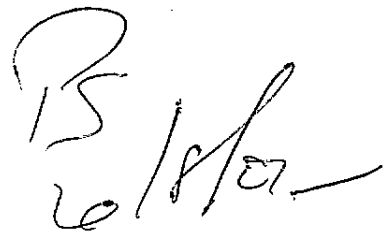
Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$78.75.

Please file the original articles and return the certified copy to me at the above address.

Sincerely,


Rosa M. Chavarria, Incorporator

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01 JUN -4 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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01 JUN -4 PM 3:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
DI MICHELE WHOLESALE, INC.**

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the state of Florida.

ARTICLE I

NAME

The name of this corporation shall be:

DI MICHELE WHOLESALE, INC

The principle office and mailing address:

11266 W HILLSBOROUGH AVENUE, TAMPA, FL 33635

ARTICLE II

EXISTENCE OF CORPORATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

Capital Stock

The total number of shares of capital stock authorized to be issued by the corporation shall be 1,000 shares having a par value of \$1.00 per share.

ARTICLE V

Registered Office and Registered Agent

ANDRES DI MICHELE

11266 W HILLSBOROUGH AVENUE
Tampa, FL 33635

ARTICLE VI

Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one (1), and the name and address of the person who is to serve a member thereof is as follows:

ANDRES DI MICHELE

11266 W HILLSBOROUGH AVENUE
Tampa, FL 33635

ARTICLE VII

Amendment of Articles of Incorporation

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein state.


Rosa M. Chavarria, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

In compliance with Section 48.901, Florida Statutes, the following is submitted:
DI MICHELE WHOLESALE, INC. with its principal place of business at City of Tampa, County of Hillsborough, state of Florida, has named Andres Di Michele 11266 W. Hillsborough Ave, Tampa, Florida 33635 as it's agent to accept service of process within Florida.

Rosa M. Chavarria
Rosa M. Chavarria Incorporator

6/1/01
Date

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.

A. Michele
Andres Di Michele, Registered Agent

06/01/01
Date