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FLORIDA PROFIT CORPORATION OR P.A.

CAVUROTTO USA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
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ARTICLES OF INCORPORATION
OF
CAVUROTTO USA, INC.

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THE UNDERSIGNED SUBSCRIBERS to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida.

ARTICLE I.

The name of the corporation shall be: **Cavurotto USA, Inc.**

ARTICLE II

The corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation by and with the Department of State.

ARTICLE III

The corporation shall engage in any business or purpose lawful under the laws of Florida.

ARTICLE IV

The corporation is authorized to issue 100 shares of stock at \$5.00 par value, which shall be designated as common stock.

ARTICLE V

The street address of the initial principal office of the corporation is **5001 Collins Avenue, Penthouse 1, Miami Beach, Florida, 33140.**

This document was prepared by:
Samuel Spencer Blum, Esquire
Suite 106
2666 Tigertail Avenue
Coconut Grove, Florida 33133
(305) 854-3314
Florida Bar No. 273430

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- Page 1 -

Samuel Spencer Blum

ATTORNEY AT LAW

2666 TIGERTAIL AVENUE, SUITE 106, COCONUT GROVE, FLORIDA 33133 TELEPHONE (305) 854-3314 TELEFAX (305) 854-3314

305 541 3770 P.02/06

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ARTICLE VI

The name and address of the corporation's Registered Agent is Samuel Spencer Blum, Suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133.

ARTICLE VII

The corporation shall have two (2) directors initially. The number of directors may either be increased or decreased from time to time by amendment to the By-Laws, but shall never be less than the number shown in this Article. The names and addresses of the initial directors of this corporation are:

Sacha Alessandro Gregory Ceruti
5001 Collins Avenue, Penthouse 1
Miami Beach, Florida, 33140

Gianmarco Ceruti
5001 Collins Avenue, Penthouse 1
Miami Beach, Florida, 33140

ARTICLE VIII

The power to adopt, alter, amend, or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX

The names and addresses of the incorporators of this corporation are:

Sacha Alessandro Gregory Ceruti
5001 Collins Avenue, Penthouse 1
Miami Beach, Florida, 33140

Gianmarco Ceruti
5001 Collins Avenue, Penthouse 1
Miami Beach, Florida, 33140

ARTICLE X

The corporation shall indemnify the officers or directors or any former officer or director to the full extent permitted by law.

- Page 2 -

Samuel Spencer Blum

ATTORNEY AT LAW

2666 TIGERTAIL AVENUE, SUITE 106, COCONUT GROVE, FLORIDA 33133 TELEPHONE: (305) 854-1885 TELEFAX: (305) 854-3314

305 541 3770 P. 03/06

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ARTICLE XI

At each election for directors, every shareholder entitled to vote shall have the right to cumulate his votes by giving one candidate as many votes as the number of shares, or by distributing such votes on the same principle among any number of such candidates.

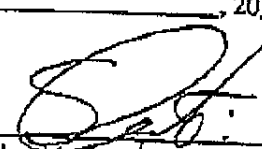
ARTICLE XII

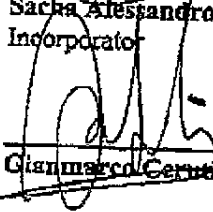
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII

The members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 22 day of JAN, 2002.


Sacha Alessandro Gregory Ceruti,
Incorporator


Gianmarco Ceruti, Incorporator

STATE OF FLORIDA)
 : ss.
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 22 day of JANUARY, 2002, by Sacha Alessandro Gregory Ceruti and

- Page 3 -

Samuel Spencer Blum

ATTORNEY AT LAW

2006 TIGERTAIL AVENUE, SUITE 100, COCONUT GROVE, FLORIDA 33133 TELEPHONE: (305) 554-1885 TELEFAX: (305) 554-2314

305 541 3770 P. 04/06

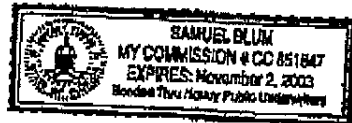
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Gianmarco Ceruti, personally known to me or who have produced _____
as identification.

Print Notary's name and commission number

S
Notary Public, State of Florida at Large



- Page 4 -

Samuel Spencer Blum

ATTORNEY AT LAW

2688 TIGER TAIL AVENUE, SUITE 106, COCONUT GROVE, FLORIDA 33133 TELEPHONE: (305) 854-1885 TELEFAX: (305) 854-3314

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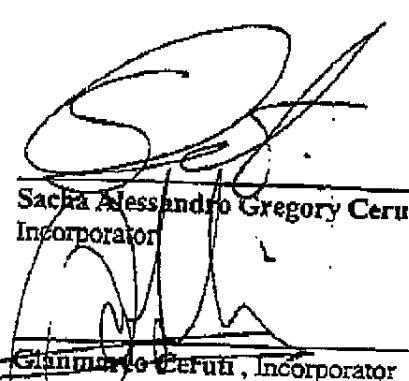
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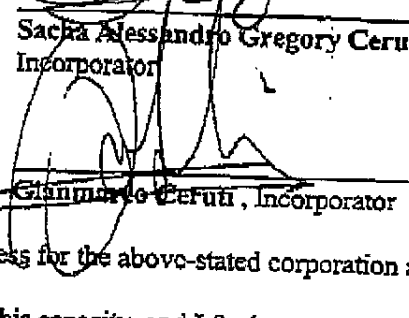
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that **Cavurotto USA, Inc.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Miami Beach, State of Florida, has named **Samuel Spencer Blum**, located at Suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133, as its agent to accept service of process within Florida.


Sacha Alessandro Gregory Ceruti,
Incorporator


Gianmarco Ceruti, Incorporator

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Samuel Spencer Blum

SSB/tps
January 21, 2002
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Samuel Spencer Blum

ATTORNEY AT LAW

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