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Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850) 205-0381

From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**FLORIDA PROFIT CORPORATION OR P.A.**

**G&M FERRARI, INC.**

Certificate of Status	0
Certified Copy	
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ARTICLES OF INCORPORATION  
FOR  
G&M FERRARI, INC.

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ARTICLES OF INCORPORATION  
FOR  
G&M FERRARI, INC.

The undersigned acknowledge and files in the office of the State of Florida, for the purpose of forming a corporation for profit, under the laws of the state of Florida, these articles of incorporation as by law provided.

**ARTICLE I**

**NAME**

The name of the corporation shall be:  
G&M FERRARI, INC.

**ARTICLE II**

**PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS**

The principle place of business and mailing address is  
10300 178 CT. South Boca Raton Florida 33498

**ARTICLE III**

**PURPOSE**

The general nature of the business to be transacted by this corporation shall be:  
To transact any and all lawful business for which business maybe incorporated under the laws of the United States and the state of Florida.

**ARTICLE IV**

**SHARES**

The maximum number of stock which this corporation is authorized to issue or to have outstanding at any time shall be 1,000 shares of common stock with \$0.01 per value per share. Any other consideration to be paid for each share shall be fixed by the board of Directors.

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FOR  
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**ARTICLE V**

**MANNER OF ELECTION OF DIRECTORS**

The number of directors may be altered from time to time by BY-LAWS adopted by the Shareholders. However, the corporation shall have no less than one (1) Director at any time.

**ARTICLE VI**

**FIRST BOARD OF DIRECTORS**

The number of Directors consisting of the Board of Directors of the Corporation is one (1) as follows:

Giovanni Ferrari  
10300 178 CT. South  
Boca Raton Florida 33498

**ARTICLE VII**

**REGISTERED AGENT AND STREET ADDRESS**

Giovanni Ferrari  
10300 178 CT. South  
Boca Raton Florida 33498

**ARTICLE VIII**

**INCORPORATOR**

The name and street address of the incorporator of this corporation is:

Giovanni Ferrari  
10300 178 CT. South  
Boca Raton Florida 33498

ARTICLES OF INCORPORATION  
FOR  
G&M FERRARI, INC.

**ARTICLE IX**

**EXISTANCE**

This corporation shall have perpetual existence.

**ARTICLE X**

**GENERAL PROVISIONS**

- (a) The private property of any share holder shall not be subject to the payments for any corporate debts to any extent whatsoever.
- (b) A director of the Corporation may transact business, barrow, lend, finance or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the United States.
- (c) The Corporation shall indemnify each director and officer of the Corporation against all or any of all expenses reasonably incurred by him or her in connection with or arising out of any action, suit or proceeding, in which he or she may be involved, by reason of his or her being or having been an officer or director of the Corporation, to the full extent permitted by and subject only to limitation and provisions of the laws of the State of Florida and laws of the United States. This provisions shall be in addition to any other rights to which those indemnified may be entitled under any By-Laws, agreements, vote of shareholders or disinterested directors or otherwise, both as to action in his or her capacity and is to continue as to any person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

The undersigned incorporator has executed these Articles of  
Incorporation this 26<sup>th</sup> DAY OF APRIL, 2002



Giovanni Ferrari

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ARTICLES OF INCORPORATION  
FOR  
G&M FERRARI, INC.

**STATE OF FLORIDA**

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

Pursuant to the provisions of section 607.0501 or 617.0505, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office and registered agent in the state of Florida.

- I The name of the corporation is: **G&M FERRARI, INC.**
- II The name and address of the registered agent and office is:

**Giovanni Ferrari  
10300 178 CT. South  
Boca Raton Florida 33498**

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 accept the appointment as registered agent and agree to act in such 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.

BY:

  
Giovanni Ferrari

Dated: April 26<sup>th</sup>, 2002

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