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FLORIDA PROFIT CORPORATION OR P.A.

Mancinelli Investment Group III, Inc.

Certificate of Status	0
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12-05-07

PREPARED BY: PETER T. HOFSTRA,  
DELOACH & HOFSTRA, P.A.  
8640 SEMINOLE BOULEVARD  
SEMINOLE FL 33772

ARTICLES OF INCORPORATION

OF

MANCINELLI INVESTMENT GROUP III, INC.

The undersigned, acting as incorporator to these Articles of Incorporation, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I  
NAME AND ADDRESS

The name of the corporation is: MANCINELLI INVESTMENT GROUP, III, INC. The physical address of the corporation is 237 Seventh Avenue North, Unit 2, St. Petersburg, Florida 33701. The mailing address of the corporation is Post Office Box 668, St. Petersburg, Florida 33731.

ARTICLE II  
NATURE OF BUSINESS

The purpose of this corporation is to engage in any activities or businesses permitted under the laws of the United States and the laws of the State of Florida.

ARTICLE III  
CAPITAL STOCK

The corporation is authorized to issue seven thousand five hundred (7,500) shares, all of one class, at a par value of One Dollar (\$1.00) per share.

ARTICLE IV  
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V  
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation in the State of Florida is 8640 Seminole Boulevard, Seminole, Florida 33772.

The initial registered agent of this corporation is Peter T. Hofstra.

ARTICLE VI  
DIRECTORS

The corporation shall have one (1) directors initially. The number of directors may be increased or diminished from time to time, by amendment to the By-Laws, but shall never be less than

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one (1).

**ARTICLE VII**  
**INITIAL DIRECTOR**

The names and street addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Paul M. Mancinelli	237 Seventh Avenue North Unit 2 St. Petersburg, Florida 33701

**ARTICLE VIII**  
**INCORPORATORS**

The name and street address of the incorporator of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Peter T. Hofstra	8640 Seminole Blvd. Seminole, Florida 33772

**ARTICLE IX**  
**INDEMNIFICATION**

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

**ARTICLE X**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE XI**  
**DATE OF INCEPTION**

The date the corporate existence shall begin is as of the date of filing and acceptance of these Articles by the Secretary of State of Florida.

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IN WITNESS WHEREOF, I have hereunto set my hand and seal,  
acknowledged and filed the foregoing Articles of Incorporation  
under the laws of the State of Florida, this 17<sup>th</sup> day of October,  
2002.


  
\_\_\_\_\_  
PETER T. HOFSTRA (SEAL)

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

The foregoing instrument was acknowledged before me this  
17 day of December, 2002, by PETER T. HOFSTRA. He is  
personally known to me or has produced  
as identification.



Karen Green  
MY COMMISSION # DB133145 EXPIRES  
June 30, 2005  
BONDED BY THE TRICORP FARM INSURANCE INC.

  
\_\_\_\_\_  
NOTARY PUBLIC - State of Florida  
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the  
above-named corporation, at the place designated in these Articles  
of Incorporation, I hereby accept to act in this capacity, and  
agree to comply with the provisions of the laws of the State of  
Florida relative to keeping open said office.

  
\_\_\_\_\_  
Registered Agent

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