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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: KELP'S MANAGMENT CORP.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

VINCENZO FUSCO IACAMPO

(Name of Person)

KELP'S MANAGMENT CORP.

(Firm/Company)

1441 SW 104Th PASSAGE. APT. # 210.

(Address)

MIAMI.FLORIDA 33174

(City/State and Zip code)

For further information concerning this matter, please call:

VINCENZO FUSCO

at (

786 3552681

)

(Name of Person)

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☒ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**ARTICLES OF INCORPORATION
OF
"KELP'S MANAGEMENT,CORP."**

We, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purpose set forth below, hereby subscribed to these Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation shall be "KELP'S MANAGEMENT,CORP."

ARTICLE II – PURPOSE

The purpose and general nature of the business to be conducted and transacted by corporation shall be as follows:

- A. To do and transact any all business as permitted under the laws of the State of Florida and United States of America.

ARTICLE III – CAPITAL STOCK

The number of shares of stocks that this corporation is authorized to have outstanding at any time is 1200 Shares of \$ 1.00 per value.

ARTICLE IV – DURATION

The existence of this corporation shall be perpetual.

ARTICLE V – LOCATION

The principal office of the corporation shall be located at: 1441 SW 104 th Passage. Apt. # 210. Miami.Fl , 33174.

ARTICLE VI – BOARD OF DIRECTORS

The Board of Directors of this Corporation shall consist of not less than one and not more than four members.The names and addresses of the first Board of Directors, Who shall, subject to these Articles of Incorporation, By-Laws, and the Laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows: 1441 SW, 104 th Passage. Miami.Fl. 33174.

ARTICLE VII – INITIAL OFFICERS

The following are the initial officers:

- PRESIDENT: FRANCO SAPONARO DI BABBO
- VICE-PRESIDENT: VINCENZO FUSCO IACAMPO
- GENERAL MANAGER: JOSEFINA PALAZUELOS.

ARTICLE VIII – INITIAL REGISTERED AGENT

The name and address of initial registered agent of this Corporation is:
Vincenzo Fusco Iacampo; 1441 SW 104th Passage. Miami.fl 33174

ARTICLE IX – BY-LAW

The By-Laws of this Corporation may be adopted,altered,amended or repealed by either the Stockholder or Directors.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE X – INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by Law.

ARTICLE XI – PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash or any new stock this Corporation of the same kind, class or series as which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII – INCORPORATOR

The names and address of the people signing these Articles are:


- Franco Saponaro di Babbo.
 - Vincenzo Fusco Iacampo
- Bouth at 1441 SW 104th Passage. Miami.Fl. 33174.

ARTICLE XIII – AMENDMENT

This Corporation reserved the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF the undersigned has executed these Articles of Incorporation this 20th day of February 2003.


FRANCO SAPONARO
President


VINCENZO FUSCO
Vice-president

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made Initial Registered Agent to accept service of process of the Corporation at the initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


VINCENZO FUSCO-IACAMPO

STATE OF FLORIDA


SS

COUNTY OF DADE

FILED
03 MAR 11 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day personally appeared VINCENZO FUSCO IACAMPO to me well known to be the same described herein and who executed these Articles of Incorporation, and acknowledged the Articles to be act and deed of the subscriber and that the facts set forth therein are true.

WITNESS my hand and seal at Miami, Dade County, Florida this 20 day of February 2003.


NOTARY PUBLIC OF STATE



Josefine Palazuelos
Commission # DD 027804
Expires May 22, 2005
Bonded Through
Atlantic Bonding Co., Inc.

02/20/03