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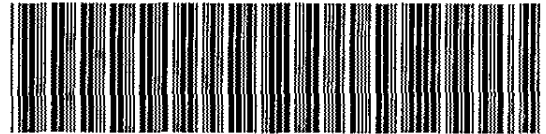
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SILVERIO & HALL
PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

SUITE 2450 COURTHOUSE TOWER

44 WEST FLAGLER STREET

MIAMI, FLORIDA 33130

TELEPHONE (305) 371 - 2756

TELECOPIER (305) 372 - 2744

E-MAIL: miami@silveriohall.com

MARK V. SILVERIO
CYNTHIA BYRNE HALL
BOARD CERTIFIED MARITAL & FAMILY LAWYER
BRIAN M. SILVERIO

FRANCIS X. SEXTON, JR.
OF COUNSEL
E-MAIL: fsexton@silveriohall.com

June 30, 2003

NAPLES OFFICE
400 FIFTH AVENUE SOUTH
SUITE 301
NAPLES, FLORIDA 34102
TELEPHONE (239) 649-1001
TELECOPIER (239) 649-1972
E-MAIL: naples@silveriohall.com

MIAMI DIRECT (239) 597-1665

PLEASE REPLY TO:
Miami

VIA FEDERAL EXPRESS

State of Florida
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Dominick Dercole, Inc.

Dear Sir or Madam:

Please find enclosed the original Application For Registration Of Fictitious Name in the above referenced matter.

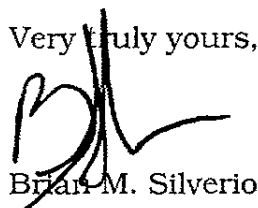
Also enclosed the original and one copy of the Articles of Incorporation and Certificate Designating Place and Naming Agent Upon Whom Process May Be Served for the above company. We are enclosing our check in the amount of \$138.75 covering the filing fee, registered agent designation, certified copy and Certificate of Status on same.

Please file the originals in your offices and certify and return to us the copies of same in the Federal Express Envelope enclosed for your convenience.

Thank you for your assistance in this matter.

If there are any questions or concerns, please do not hesitate to contact me.

Very truly yours,



Brian M. Silverio

BMS:aag
Enclosures

*cc + enc
\$7.50*

ARTICLES OF INCORPORATION

OF

DOMINICK DERCOLE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is Dominick Dercole, Inc., and its principal place of business shall be located at 4000 Towerside Terrace, #1904, Miami, Florida 33138.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Thousand (5,000) shares of common stock at \$1.00 par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is Suite 2450, Courthouse Tower 44 West Flagler Street, Miami, Florida 33130, and the name of the initial registered agent of this corporation at that address is Brian M. Silverio.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have one (1) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either

increased or decreased from time to time by the Bylaws. The name and address of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Dominick Dercole	4000 Towerside Terrace, #1904 Miami, Florida 33138

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

President: Dominick Dercole, 4000 Towerside Terrace, Miami, Florida 33138.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Brian M. Silverio, Esq., Silverio & Hall, P.A., Suite 2450 Courthouse Tower, 44 West Flagler Street, Miami, Florida 33130.

ARTICLE X - INDEMNIFICATION


The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: May 30, 2003.


BRIAN M. SILVERIO
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

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

First, that Dominick Dercole, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Brian M. Silverio located at Suite 2450 Courthouse Tower, 44 West Flagler Street, Miami, Florida 33130, as its agent to accept service of process within Florida.

Dated: May 30, 2003.



BRIAN M. SILVERIO
Incorporator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated: May 30, 2003.



BRIAN M. SILVERIO
Incorporator