

Oct 14 03 10:48p

EXPRESS

305-444-4977

Division of Corporations

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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

ITALIAN BRANDS INCORPORATED

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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ARTICLE I NAME

The name of the corporation shall be:

Italian Brands Incorporated

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11502 NW 69 Terrace
Miami, Florida 33178

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 Shares

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ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Mauro Mena
11502 NW 69th Terrace
Miami, Florida 33178

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Mr. Pasquale Giannelli, Pres.
11502 NW 69th Terrace
Miami, Florida 33178

Mauro Mena, Pres.
6161 SW 12 Street
W Miami, Florida 33144

ARTICLE VI DIRECTOR(S)

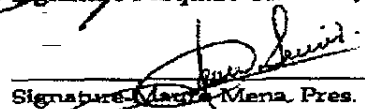
The name(s) and street address(es) of the director(s) to these Articles of Incorporation is(are):

Mr. Pasquale Giannelli
11502 NW 69th Terrace
Miami, Florida 33178

Mauro Mena
6161 SW 12 Street
W Miami, Florida 33144

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 14th day of October, 2003.


Signature-Pasquale Giannelli, Pres.


Signature-Mauro Mena, Pres.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Italian Brands Incorporated

The name and address of the registered agent and office is:

Mauro Mena
(NAME)

6161 SW 12 Street
(P.O. BOX NOT ACCEPTABLE)

West Miami, Florida 33144
(CITY/STATE/ZIP)

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 ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND 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.

SIGNATURE _____

DATE October 14, 2003

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