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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305)358-2571
Fax Number : (305)373-7718

FLORIDA PROFIT CORPORATION OR P.A.

P. DE GRUTTOLA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

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SECRET P. 2
DIVISION

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H04-162603

Articles of Incorporation of:
P. DE GRUTTOLA, INC.

Article I Name:
P. DE GRUTTOLA, INC.

Article II Principal Office:
**c/o 4000 PONCE DE LEON BLVD., SUITE 470
CORAL GABLES, FL 33146**

Article III Capital Stock:
The Corporation is authorized to have 7,500 shares of common stock with par value of \$1.00 (one dollar) each

Article IV Terms of Existence:
The term for which the corporation shall exist shall be perpetual, commencing on the filing of these Articles with the Secretary of State, State of Florida.

Article V Nature of business:
This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other State of the United States.

Article VI Name & Address of Incorporator (s)
**PIERINO DE GRUTTOLA
C/O 4000 PONCE DE LEON BLVD., SUITE 470
CORAL GABLES, FLORIDA 33146**

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Article VII Initial Board of Directors:

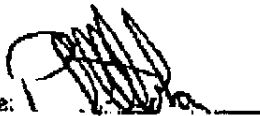
This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the one initial Director of this corporation is:

PIERINO DE GRUTTOLA
c/o 4000 PONCE DE LEON BLVD., SUITE 470
CORAL GABLES, FLORIDA 33146

The undersigned have executed these articles of incorporation this:

04 of AUGUST 2004

Signature:



Name: PIERINO DE GRUTTOLA

Title: PRESIDENT

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2-AUG-2004 19:41 FROM: LORRAINE 02094455715

TO: 001305770344

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Certificate of Designation Registered Agent/Registered Office

The name of the Corporation is:

P. DE GRUTTOLA, INC.

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

**PIERINO DE GRUTTOLA
c/o 4000 PONCE DE LEON BLVD., SUITE 470
CORAL GABLES, FLORIDA 33146**

Signature: 

Name: **PIERINO DE GRUTTOLA**

Title: **PRESIDENT**

Date: **04 AUGUST 2004**

Acceptance of appointment as
Registered Agent for

P. DE GRUTTOLA, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, 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.

Signature: 

Name: **PIERINO DE GRUTTOLA**

Title: **PRESIDENT**

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SECRETARY
DIVISION

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