

Division of Corporations

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DIVISION

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## Florida Department of State

Division of Corporations

Public Access System

**EXPIRATION DATE**  
**1-1-05**

## Electronic Filing Cover Sheet

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## To:

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Account Name : FILINGS, INC.  
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## FLORIDA PROFIT CORPORATION OR P.A.

GIOVANNI JACKSONVILLE BEACH, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION  
OF  
GIOVANNI JACKSONVILLE BEACH, INC.**

**EFFECTIVE DATE**  
1-1-05

**ARTICLE I  
Name**

The name of the corporation is Giovanni Jacksonville Beach, Inc.

**ARTICLE II  
Duration**

The existence of the corporation shall begin on January 1, 2005. The period of existence of the corporation is perpetual.

**ARTICLE III  
Principal Office and Mailing Address**

The mailing address of the corporation is at 1161 Beach Boulevard, Jacksonville Beach, Florida 32250. The principal place of business of the corporation is at 1161 Beach Boulevard, Jacksonville Beach, Florida 32250.

**ARTICLE IV  
Registered Office and Registered Agent**

The initial registered office is at 1161 Beach Boulevard, Jacksonville Beach, Florida 32250. The name of the initial registered agent at that address is Giovanni Acireale.

**ARTICLE V  
Authorized Shares**

The corporation is authorized to issue 10,000 shares of common stock having par value of \$1.00 a share.

*Prepared By: Gregory K. West, Esq., Florida Bar No. 0381764, 13000 Sawgrass Village Circle, Suite 35, Ponte Vedra Beach, Florida 32082, Tel. No. (904) 543-9800*

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ARTICLE VI  
Initial Board of Directors

The corporation shall initially have two (2) directors to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the corporation. The names and addresses of the members of the first board of directors are: Giovanni Acireale, 209 Clear Lake Drive, Ponte Vedra Beach, Florida 32082 and Agnella N. Acireale, 209 Clear Lake Drive, Ponte Vedra Beach, Florida 32082.

ARTICLE VII  
Incorporator

The name and address of the incorporator is: Giovanni Acireale, 209 Clear Lake Drive, Ponte Vedra Beach, Florida 32082.

ARTICLE VIII  
Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or 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.

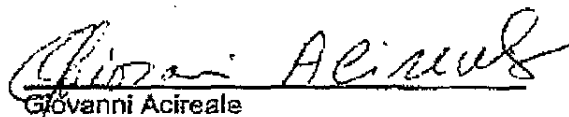
ARTICLE IX  
Indemnification

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

ARTICLE X  
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29<sup>th</sup> day of December 2004.

  
Giovanni Acireale

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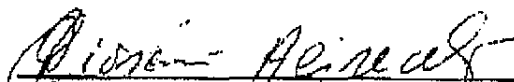
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

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/agent, in the State of Florida.

1. The name of the corporation is Giovanni Jacksonville Beach, Inc.
2. The name and address of the registered agent and office are: Giovanni Acireale, 1161 Beach Boulevard, Jacksonville Beach, Florida 32250

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE 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 THAT 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.

  
Giovanni Acireale

Date: December 29, 2004

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