

Division of Corporations

Page 1 of 1

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DIVISION OF CORPORATIONS

FLORIDA PROFTT CORPORATION OR P.A.**BELLA PIETRA DEVELOPMENT, INC.**

Certificate of Status	0
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ARTICLES OF INCORPORATION OF:

BELLA PIETRA DEVELOPMENT, INC.

The undersigned subscriber to these Articles of Incorporation is a Natural Person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE I - NAME

The name of this corporation is **BELLA PIETRA DEVELOPMENT, INC.**
(Hereinafter, "Corporation").

ARTICLE II - DURATION / TERM OF EXISTENCE

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

ARTICLE III - NATURE / PURPOSE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE IV CAPITAL STOCK

IV.1 This Corporation is authorized to issue 1,000 shares of \$1.00 per value common stock that shall be designated to "Common Shares".

IV.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may redeem advisable in connection with such issuance.

IV.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter now or hereafter authorized, for such consideration as the Board of Director(s) may redeem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

IV.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any non issued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

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ALLAHASSEE, FLORIDA

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1261 E Sunrise Bl. - Pompano Beach, FL 33064
3025 N Federal Hwy - Pompano Beach, FL 33064
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Phone: (884) 248-8220 - Fax: (884) 248-8215
Phone: (239) 414-0679 - Fax: (239) 274-9839

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H05000138168 3**ARTICLE V LOCATION**

The Street, Address, City and State in which the principal office of the corporation is to be located are 3316 SW 17TH PLACE - CAPE CORAL, FL 33914. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VI INCORPORATOR

The name and street address of the incorporator of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Tax House Corporation Breno R. Gomes, Incorporator	1261 E Sample Rd Pompano Beach, FL 33064

ARTICLE VII AMENDMENT

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, Proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE VIII LIMITATIONS ON CORPORATE STOCK

1. No shareholder can enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
2. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the state of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.
3. No shareholder of the Corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation.



1261 E Sample Rd. - Pompano Beach, FL 33064
3929 N Federal Hwy - Pompano Beach, FL 33064
31601 S Cleveland Ave Ste 6 - Ft. Myers, FL 33907

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Phone (954) 543-8220 - Fax (954) 543-8215
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ARTICLE IX POWER OF CORPORATION

ARTICLE X INDEMNIFICATION

ARTICLE XI DISSOLUTION

ARTICLE XII REGISTERED OWNERS

ARTICLE XII INITIAL REGISTERED OFFICE / AGENT & INCORPORATOR

ARTICLE XIV BYLAWS

TAX HOUSE TAX PREPARATION & ACCOUNTING SERVICES

1261 E Sample Rd. - Pompano Beach, FL 33064
3025 N Federal Hwy - Pompano Beach, FL 33064
11801 S Cleveland Ave Ste 4 - Ft. Myers, FL 39907

Phone (954) 782-4000 - Fax (954) 782-8252
Phone (954) 546-2220 - Fax (954) 546-2218
Phone (239) 418-0825 - Fax (239) 274-9819

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H05000138168 3**ARTICLE XV EFFECTIVE DATE OF INCORPORATION**


These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XVI INITIAL BOARD OF DIRECTORS OF INCORPORATION

The number of Directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The name(s) and address(es) of the director(s) of the initial Board of Directors is (are):

NAME	ADDRESS
FABIO L OLIVEIRA PRESIDENT	3316 SW 17 th PLACE CAPE CORAL, FL 33914
VALDINEI C SOUZA VICE-PRESIDENT	1014 ANSON AVENUE LEHIGH ACRES, FL 33971
ROBERT W RIMANY JR SECRETARY	3812 SW 3 rd TERRACE CAPE CORAL, FL 33991

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here in above named for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein above set forth and hereunto set our hands and seals this June 3, 2005.



Tax House Corporation
Breno Gomes, Incorporator



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11681 S Cleveland Ave Ste 9 - Ft. Myers, FL 33907

Phone (954) 782-4000 - Fax (954) 782-8252
Phone (954) 545-8220 - Fax (954) 545-8115
Phone (239) 418-0829 - Fax (239) 274-5829

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is **BELLA PIETRA DEVELOPMENT, INC.**

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

TAX HOUSE CORPORATION

Registered Agent

1261 E Sample Rd.

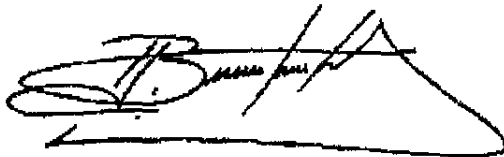
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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in the capacity. I further agree 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.



Brenda R. Gomes - President (Signature)

June 3, 2005

(Date)



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3928 N Federal Hwy - Pompano Beach, FL 33064
11501 S Cleveland Ave Ste C - Ft. Myers, FL 33907

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Phone (954) 545-8230 - Fax (954) 545-8215
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