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05 JUL 11 AM 8:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARLAN H. BIRKMAN, P.A.**

Attorney At Law



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Arlan H. Birkman, Esq.

July 5, 2005

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: DiCesare-Winter Productions, Inc

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation and Certificate Designating Place of Business, etc., for DiCesare-Winter Productions, Inc. Also enclosed please find our check in the amount of \$78.75 for the filing and receipt of a Certified Copy of the Articles.

Please file the enclosed Corporate documents as soon as possible and return to my office in the enclosed envelope.

If you have any questions, please do not hesitate to contact my office.

Respectfully,

  
ARLAN H. BIRKMAN, ESQ.

/djb  
enclosures

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** DICESARE-WINTER PRODUCTIONS, INC  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/> \$70.00	<input checked="" type="checkbox"/> \$78.75
Filing Fee	Filing Fee & Certificate of Status

<input type="checkbox"/> \$78.75	<input type="checkbox"/> \$87.50
Filing Fee	Filing Fee,
& Certified Copy	Certified Copy
	& Certificate of
	Status

**ADDITIONAL COPY REQUIRED**

FROM: ARLAN H. BIRKMAN, PA  
Name (Printed or typed)

809 S.E. 8th STREET  
Address

DEERFIELD BEACH, FL 33441

954-421-7450  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION  
OF  
DiCESARE-WINTER PRODUCTIONS, INC.  
(In Compliance with Chapter 607 and/or 621, F.S. Profit)**

**FILED**  
05 JUL 11 AM 8:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation.

- I. The name of the Corporation is **DiCESARE-WINTER PRODUCTIONS, INC.**
- II. The principal office is located at 1300 S.W. 15<sup>th</sup> Street, Boca Raton, Florida 33486.
- III. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- IV. The maximum authorized capital stock of this corporation shall be One Hundred (300) shares of Common Stock with No Par Value.
- V. The number of directors constituting its initial Board of Directors is one. The name and mailing address is:  

**JEFFREY F. WINTER, 1300 S.W. 15<sup>th</sup> Street, Boca Raton, Florida 33486.**
- VI. The initial registered office of this corporation shall be 1300 S.W. 15<sup>th</sup> Street, Boca Raton, Florida 33486, with the privilege of having branch offices at any other place within or without the State of Florida. The initial registered agent at such address shall be **JEFFREY F. WINTER.**
- VII. The following is the name and post office address of the incorporator:  

**JEFFREY F. WINTER, 1300 S.W. 15<sup>th</sup> Street, Boca Raton, Florida 33486**
- VIII. The period of its duration is perpetual.
- IX. These Articles of Incorporation may be amended in the manner as provided by law. Every Amendment shall be approved by the stockholders by a majority of the stock entitled to vote thereon unless all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

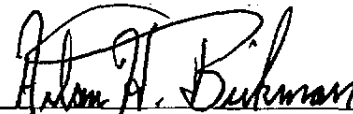
  
\_\_\_\_\_  
**JEFFREY F. WINTER, Incorporator**

**STATE OF FLORIDA**

**COUNTY OF BROWARD**

BEFORE ME, the undersigned authority, personally appeared **JEFFREY F. WINTER**, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth. **JEFFREY F. WINTER** is personally known to me or produced a Florida Driver's License as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in said County and State this 23<sup>rd</sup> day of June, 2005.




Printed Name:

Notary Public

My Commission Expires:

Commission No:

(SEAL)

NOTARY PUBLIC-STATE OF FLORIDA  
 **Arlan H. Birkman**  
Commission # DD415757  
Expires: MAY 22, 2009  
Bonded Thru Atlantic Bonding Co., Inc.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act.

That, **DICESARE-WINTER PRODUCTIONS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation as 1300 S.W. 15<sup>th</sup> Street, Boca Raton, Florida 33486, as named **JEFFREY F. WINTER** as its agent to accept service of process within this state at 1300 S.W. 15<sup>th</sup> Street, Boca Raton, Florida 33486.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation at the place so designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

  
\_\_\_\_\_  
JEFFREY F. WINTER, Resident Agent

**FILED**  
05 JUL 11 AM 8:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA