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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**LUIGI MANZIO, INC**

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Florida Dept of State



January 19, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EXPRESS

SUBJECT: LUIGI MANZIO, INC.  
REF: W07000003023

We have received your document for LUIGI MANZIO, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

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**ARTICLES OF INCORPORATION****OF****LUIGI MANZIO, INC**

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.

**ARTICLE I NAME**

The name of the corporation shall be: **LUIGI MANZIO, INC**

**ARTICLE II NATURE OF BUSINESS**

The general nature of the business and the objectives and the purposes to be transacted and carried on are:

1. For any lawful purpose for which a corporation may operate under the laws of the State of Florida.
2. For any lawful business that a corporation may operate under the laws of the State of Florida.
3. And, in general to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

**ARTICLE III DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

**ARTICLE IV CAPITAL STOCKS**

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares at one dollar (\$1.00) par value, which shall be designated "Common Shares".

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**ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial registered agent is Luis A. Perez the address of the initial registered office is 2030 Douglas Road Suite 119, Coral Gables, FL 33134

**ARTICLE VI INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (2) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name(s) and street address(s) of the initial Director(s) are:

<u>Names:</u>		<u>Addresses:</u>
Guillermo Gleizer	President	5640 Collins Avenue Suite 5C Miami Beach, FL 33140
Mariano Beltrame	Treasurer	5640 Collins Avenue Suite 5C Miami Beach, FL 33140

**ARTICLE VII LAWS**

The By-Laws of this Corporation may be adopted, altered, amended, or repealed by either the stockholder(s) or Director(s).

**ARTICLE VIII INDEMNIFICATION**

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

**ARTICLE IX PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.



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**ARTICLE X INCORPORATOR(S)**

The name(s) and street address(e's) of the incorporator(s) to theses Articles of Incorporation is(are):

**Names:****Addresses:**

Guillermo Gleizer

President

5640 Collins Avenue Suite 5C  
Miami Beach, FL 33140

Mariano Beltrame

Treasurer

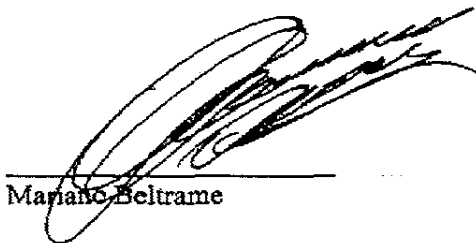
5640 Collins Avenue Suite 5C  
Miami Beach, FL 33140**ARTICLE XI OFFICES**

The principal office of the Corporation and mailing address shall be established and maintained at 5640 Collins Avenue Suite 5C, Miami Beach, Florida 33140, County of Miami Dade, State of Florida. The Corporation may also have offices at such places within or without the State of Florida as the board may from time to time establish.

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this \_\_\_\_\_ day of \_\_\_\_\_, 2007.



Guillermo Gleizer



Mariano Beltrame



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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.

First, that Luigi Manzio, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the, City of Miami, County of Miami Dade, State of Florida, has named Luis A. Perez the street address of the initial registered office of this Corporation is 2030 Douglas Road Suite 119, Coral Gables, Florida 33134, as its agent to accept service of process within this State.

Second, Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

Dated this \_\_\_\_\_ day of, \_\_\_\_\_, 2007.

  
\_\_\_\_\_  
Luis A. Perez

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