

Division of Corporations

P07 000125442

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

LEONARDO VENTURES, INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

LEONARDO VENTURES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LEONARDO VENTURES, INC.

ARTICLE II. PLACE OF BUSINESS

The principal place of business of this corporation shall be 29141 US Highway 19 North, Lot 90, Clearwater, FL 33761 and the mailing address of the corporation shall be the same.

ARTICLE III. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having \$1.00 par value per share.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 29141 US Highway 19 North, Lot 90, Clearwater, FL 33761 and the name of the initial registered agent of the corporation at that address is JAMES LEONARDO.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

JAMES LEONARDO, 29141 US Highway 19 North, Lot 90, Clearwater, FL 33761

ARTICLE VIII. PREEMPTIVE RIGHTS

Every shareholder upon the offering for sale 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 pro rata share thereof at the price and upon the terms at which it is offered to others by the Corporation.

ARTICLE IX. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three directors, initially. The name and address of the initial members of the Board of Directors are:

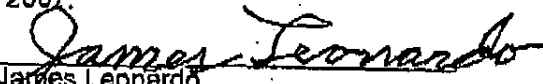
- JAMES LEONARDO, 29141 US Highway 19 North, Lot 90, Clearwater, FL 33761
- CATHERINE LEONARDO, 29141 US Highway 19 North, Lot 90, Clearwater, FL 33761
- JESSE LEONARDO, 29141 US Highway 19 North, Lot 90, Clearwater, FL 33761

ARTICLE X. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

- | | |
|---|---------------------|
| JAMES LEONARDO
29141 US Highway 19 North
Lot 90
Clearwater, FL 33761 | President |
| JESSE LEONARDO
29141 US Highway 19 North
Lot 90
Clearwater, FL 33761 | Vice President |
| CATHERINE LEONARDO
29141 US Highway 19 North
Lot 90
Clearwater, FL 33761 | Secretary/Treasurer |

IN WITNESS WHEREOF, the undersigned JAMES LEONARDO has hereunto set his hand this 20 day of November, 2007.


James Leonardo

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 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:

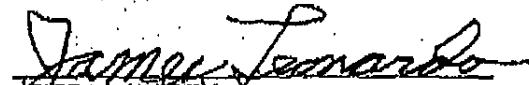
1. The name of the corporation is:

LEONARDO VENTURES, INC.

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

**JAMES LEONARDO
29141 US Highway 19 North
Lot 90
Clearwater, FL 33761**

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 this 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.


James Leonardo

November 20, 2007
Date