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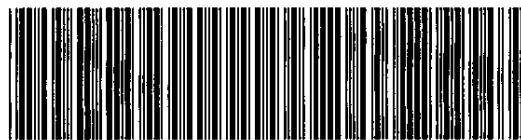
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10 OCT 22 PM 12:50

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**VIA FEDERAL EXPRESS**

October 20, 2010

Florida Secretary of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**Re: 58 Park Ave. Corp A**

Dear Sir:

In order to incorporate the above referenced corporation, enclosed are the following:

1. Original and one (1) copy of Articles of Incorporation.
2. Certificate of Designation of Registered Agent.
3. Check in the sum of \$78.75 to cover your filing fees (\$70) plus the cost of one certified copy of the Articles of Incorporation (\$8.75).

Please send your confirmation for the incorporation plus the certified copy to the undersigned.

Sincerely yours,

  
ROBERT E. KORN, ESQ.

REK:crk  
Enclosures

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AND  
FILED

**ARTICLES OF INCORPORATION**  
**OF**  
**58 PARK AVE. CORP A**

10 OCT 22 PM 12:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be: 58 PARK AVE. CORP A

**ARTICLE II**

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

**ARTICLE III**

The initial place of business and mailing address of this corporation shall be: 194 Greenway Road, Lido Beach, NY 11561

**ARTICLE IV**

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have the powers:

To have perpetual succession by its corporate name.

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida law;

To purchase, take, receive, subscribe for, or otherwise acquire, own hold vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which shall be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida law;

## **ARTICLE V**

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 1000 shares, having an individual par value of \$ 1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

## **ARTICLE VI**

The initial registered office of this corporation shall be: 5295 Town Center Road, Suite 300, Boca Raton, FL 33486. This corporation's initial registered agent at such office shall be Robert E. Korn, Esq.

## **ARTICLE VII**

The initial directors of the corporation shall be:

Amedeo Oliviero  
Joyce Oliviero  
Peter Capozzi  
Lyn Oliviero

## **ARTICLE VIII**

The initial officers of the corporation shall be:

Peter Capozzi – President  
Joyce Oliviero – VP/Secretary

## **ARTICLE IX**

The name and address of the incorporator executing these Articles of Incorporation is:

Peter Capozzi  
194 Greenway Road  
Lido Beach, NY 11561

**ARTICLE X**

The corporation reserves the right to amend or repeal any article contained in the Articles of Incorporation, or add to them, and any right conferred upon the members is subject to this reservation.

The undersigned has executed these Articles of Incorporation on this 15 day of October, 2010.

  
PETER CAPOZZI

STATE OF NEW YORK :  
COUNTY OF Nassau :SS

The foregoing instrument sworn to and acknowledged before me this 15 day of October, 2010 by PETER CAPOZZI, as incorporator of: 58 PARK AVE. CORP A, who produced Dennis Picone as identification or is personally known to me and took an oath.

Notary Name Barbara L. Benevento  
Notary Public, State of New York  
No. 01BE4844589  
Qualified in Nassau County  
Commission Expires Aug. 31, 20 13  
State of New York

(Notarial Seal)

APPROVED  
AND  
FILED

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

10 OCT 22 PM 12:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 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:

That 58 Park Ave. Corp A desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named ROBERT E. KORN, Esq. located at 5295 Town Center Road, Suite 300, Boca Raton, FL 33486, as its agent to accept service of process within this state.

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.



ROBERT E. KORN, ESQ.  
Registered Agent