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To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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PLEASE FILE
12/21/12
Merry Christmas
Happy New Year!

FLORIDA PROFIT/NON PROFIT CORPORATION
GIANNI'S HOLDING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be: **Gianni's Holding, Inc.**

ARTICLE II PRINCIPAL OFFICE

Principal street address:
**1601 E. Atlantic Blvd.
Pompano Beach, FL 33060**

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: The purpose for which the corporation is organized is that the corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock is: **SEE ATTACHED SHEET**

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: **Ciro Gentile - Pres/Sec.** Name and Title: _____
Address: **1601 E. Atlantic Blvd.** Address: _____
Pompano Beach, FL
33060

Name and Title: **Michele Silverman - VP** Name and Title: _____
Address: **28 Thunder Road** Address: _____
Holbrook, NY 30060

Name and Title: _____ Name and Title: _____
Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: **M & W Agents, Inc.**
Address: **2101 Corporate Blvd, #107**
Boca Raton, FL 33431

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Name: **Richard A. Joseph**
Address: **2101 Corporate Blvd, #107**
Boca Raton, FL 33431

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

Required Signature/Registered Agent **Richard A. Joseph**

Date **12/21/12**

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S.

Required Signature/Incorporator **Richard A. Joseph**

Date **12/21/12**

ARTICLES OF INCORPORATION - Attachment

Name: **Gianni's Holding, Inc.**

ARTICLE IV: SHARES

The number of shares of stock is: (1) Class A, 500 shares, voting common; (2) Class B, 500 shares non-voting common stock. Both the Class A voting common stock and the Class B non-voting common stock are identical with respect to all preferences, limitations and rights and differ only with respect to voting rights which exist with respect to the Class A voting common stock and which do not exist with respect to the Class B non-voting common stock.

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