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ROMAN FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904)
385-6761 (((H95000002451))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION
OR P.A. NAME: ALESSANDRO, INC. FAX AUDIT NUMBER: H95000002451
CURRENT STATUS: REQUESTED DATE REQUESTED: 03/02/1995 TIME REQUESTED
14:13:51 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ALESSANDRO, INC.

ARTICLE I - NAME

The name of this corporation is ALESSANDRO, INC.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

1440 S. OCEAN BOULEVARD, PENTHOUSE
POMPANO BEACH, FLORIDA 33062

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of no par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1440 South Ocean Boulevard, Penthouse "D", Pompano Beach, FL 33062 and the name of the initial registered agent of this corporation at that address is Margurite Clardy.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall initially have one (1) director to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the corporation. The name and address of the initial director is:

SANTO ANTHONY ALESSANDRO
1440 SOUTH OCEAN BOULEVARD, PENTHOUSE "D"
POMPANO BEACH, FL 33062

Prepared By:
Burton H. Mars, Esq.
Suite 1500-Barnett Bank Plaza
One East Broward Boulevard
Fort Lauderdale, FL 33301
Florida Bar No. 0765480

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ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

SANTO ANTHONY ALESSANDRO
1440 SOUTH OCEAN BOULEVARD, PENTHOUSE "D"
FOMPANO BEACH, FL 33062

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as many be done without issuance of fractional shares) at the price at which it is offered to others.

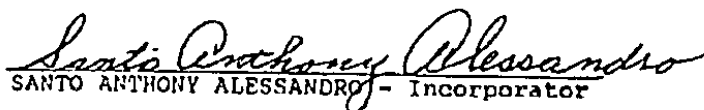
ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

IN WITNESS WHERE, the undersigned Incorporator has executed these Articles of Incorporation this 1st day of March, 1995.


SANTO ANTHONY ALESSANDRO - Incorporator

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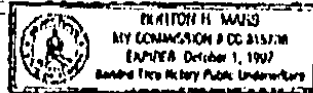
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STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared BARTO ANTHONY ALESSANDRO, known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 1st day of March, 1995.


Notary Public



My Commission Expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILIUM
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

PURSUANT TO Chapter 607.0501, Florida Statutes, the following
is submitted:

FIRST: That ALESSANDRO, INC., is desiring to organize or
qualify under the laws of the State of Florida, has named MARGURITE
CLARDY of 1440 South Ocean Boulevard, Penthouse "D", Pompano Beach,
FL 33062, as its agent to accept service of process within Florida.

DATED: March 1, 1995.

Santo Anthony Alessandro
SANTO ANTHONY ALESSANDRO, Incorporator

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-
stated Corporation, at place designated in this certificate, I
heraby accept to act in this capacity, and I further agree to
comply with the provisions of all Statutes relative to the proper
performance of my duties, and I am familiar with and accept the
obligations of my position as registered agent.

DATED: March 1, 1995

Margurite Clardy
MARGURITE CLARDY- Registered Agent

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TALLAHASSEE, FLORIDA

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