I & MEISENBERG, P.A. Attorneys and Counselors at Law

2256 Heitman Street Fort Myers, FL 33901 Phone: (941) 337-5700 FAX: (941) 337-7928

January 25, 1996

Secretary of State, Florida Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Articles of Incorporation MARCHIAFAVA-BIGNAMI, LTD.

Dear Sir:

Enclosed please find an original and one copy of our Artic Incorporation for the above corporation.

Also, enclosed is our check in the amount of \$122.50 for registering the corporation and a self-addressed, stamped envelope for return of the registration.

Thank you for your cooperation in this matter.

Very truly yours,

LEOCI & MEISENBERG, P.A.

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Meisenberg Jay F\. JFM/se

Enclosures



February 1, 1996

LEOCI & MEISENBERG, P.A. 2256 HEITMAN STREET FORT MYERS, FL 33901

SUBJECT: MARCHIAFAVA-BIGNAMI, LTD.

Ref. Number: W96000002471

We have received your document for MARCHIAFAVA-BIGNAMI, LTD. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker Corporate Specialist

Letter Number: 096A00004470

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ARTICLES OF INCORPORATION

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OF '

SECULIARY OF STATE TALLARASSEE, FLORIDA

MARCHIAFAVA-BIGNAMI LTD., INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida and does hereby adopt the following Articles of Incorporation.

Article I. Name and Address.

The name of the Corporation shall be:

MARCHIAFAVA-BIGNAMI LTD., INC.

The address of the principal office of the Corporation shall be 2256 Heitman Street, Fort Myers, FL 33901 and the mailing address of the Corporation shall be 2256 Heitman Street, Fort Myers, FL 33901.

Article II. 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, county, territory or nation.

Article III. Capital Stock.

The maximum number of shares of stock that this Corporation shall have outstanding at any one time is one hundred (100) shares of common stock having no par value.

Article IV. Initial Registered Office and Agent.

The street address of the initial registered office of the Corporation is 2256 Neitman Street, Fort Myers, FL 33901, and the name of the initial Registered Agent at that address is Jay F. Meisenberg.

Article V. Terms of Existence.

The Corporation is to exist perpetually.

Article VI. Special Provision.

The Corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S Corporation as defined therein.

Article VII. 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 two Directors, initially. The name and street address of the initial members of the Board of Directors is as follows:

	<u>Name</u>	•	<u>Address</u>
1.	Jay F. Meisenberg		2256 Heitman Street Fort Myers, FL 33901
2.	Mario Infanti		2256 Heitman Street Fort Myers, FL 33901

Article VIII. Incorporator.

The name and address of the Incorporator to these Articles of Incorporation is:

<u>Namo</u>

Address

1. Jay F. Meisenberg

2256 Heitman Street Fort Myers, FL 33901

IN WITNESS WHEREOF, the undersigned has signed these Article of Incorporation on this 45th day of Amuse, 1996.

MARCHAFAVA-BIGNAMI LTD., INC.:

Jay\F. Meisenberg, Incorporator

ACCEPTANCE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

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TALLAMASSEE FINALE

MARCHIAFAVA-BIGNAMI LTD., INC.

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

Registered Agent:

Jay F. Meisenberg

Registered Office:

2256 Heitman St. Fort Myers, FL 33901

Data

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Myers 21 33901 Office Use Off CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. 337-5700 (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Photocopy ☐ Will wait Mail out Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment AUTHORIZATION BY PHONE TO **NonProfit** Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement APR 1 0 1996 Trademark Other

Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



MARCHIAFAVA-BIGNAMI LTD., INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I. Name and Address.

The name of the Corporation shall be:

D. MENTED, INC.

The address of the principal office of the Corporation shall be 2256 Heitman Street, Fort Myers, FL 33901 and the mailing address of the Corporation shall be 2256 Heitman Street, Fort Myers, FL 33901.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: March 28, 1996 .
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
DK	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"
	voung group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
•	
	Signed this <u>28th</u> day of <u>March</u> , 19 <u>96</u> .
Signature	hth oh
	(I) the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Jay F. Meisenberg, Incorporator Typed or printed name
	Director/Chairman of Beard

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