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Thursday, April 4, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

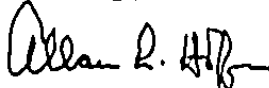
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-04/08/96--01059--012
*****70.00 *****70.00

Re: Vinny & Mrs. Vinny, Inc.
My File: 96-6

Dear Sirs:

Enclosed please find an original and two copies of Articles of Incorporation and a Resident Agent Designation for Vinny & Mrs. Vinny, Inc., together with my check in the amount of \$70.00. Please file this, returning a copy to me.

Sincerely,



Allan L. Hoffman

ALH:sc
Enclosure

FILED
96 APR -8 AM 9:25
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

SAS
4/12/96

ARTICLES OF INCORPORATION
FOR
VINNY & MRS. VINNY, INC.

FILED
96 APR -8 AM 9:25
STATE
FLORIDA

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE ONE: The name of the Corporation is VINNY & MRS. VINNY, INC.

ARTICLE TWO: The duration of the corporation is perpetual.

ARTICLE THREE: The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any trade or business for any lawful purpose.

ARTICLE FOUR: The aggregate number of shares which the corporation is authorized to issue is Five Hundred (500). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1).

ARTICLE FIVE: The street address of the corporation's principal office, the mailing address of the corporation and the initial registered office of the corporation is 602 Lantana Road, Lantana, Florida 33462, and its initial registered agent at such address is NUNZIA MAZZOCCHI.

ARTICLE SIX: The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

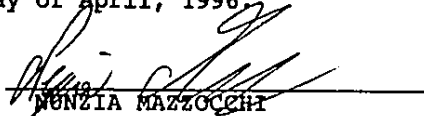
NUNZIA MAZZOCCHI, 602 Lantana Road, Lantana, Florida 33462

It is anticipated that this corporation will be operated by the stockholders without a Board of Directors.

ARTICLE SEVEN: The name and address of each incorporator is:

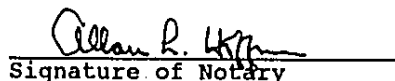
NUNZIA MAZZOCCHI, 602 Lantana Road, Lantana, Florida 33462

Executed by the undersigned at West Palm Beach, Florida this 4th day of April, 1996.


NUNZIA MAZZOCCHI

STATE OF FLORIDA
COUNTY OF PALM BEACH

4th The foregoing instrument was acknowledged before me this day of April, 1996, by NUNZIA MAZZOCCHI, who is () personally known to me or who has produced (x)
M220 620 58 678 0 (type of identification) as identification and who did take an oath.


Signature of Notary

Allan L. Hoffman
Name of Notary (Print)

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTE. THE FOLLOWING IS SUBMITTED.

FIRST--THAT VINNY & MRS. VINNY, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT 602 LANTANA ROAD, LANTANA, FLORIDA 33462, HAS NAMED NUNZIA MAZZOCCHI, LOCATED AT 602 LANTANA ROAD, LANTANA, FLORIDA 33462, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


CORPORATE OFFICER

TITLE President

DATE

April 4, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE


RESIDENT AGENT

DATE

April 4, 1996

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED