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NAME: D & P WORLDWIDE, INC.

FAX AUDIT NUMBER: H96000005300

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ARTICLES OF INCORPORATION  
OF  
D & P WORLDWIDE, INC.

ARTICLE I

NAME

The name of this corporation is: D & P WORLDWIDE, INC., a Florida corporation.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation is: 10241 SW 52nd Lane, Miami, Florida 33178.

ARTICLE III

DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transaction any and all lawful business.

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## ARTICLE V

### CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of \$1.00 par value common stock.

## ARTICLE VI

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is *Bared & Associates, P.A., Mullison Circle Building, Third Floor, 3191 Coral Way, Miami, Florida, 33145*, and the name of the registered agent of this corporation is *Pablo R. Bared, Esquire*.

## ARTICLE VII

### INITIAL BOARD OF DIRECTORS

This corporation shall have 2 director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director(s) of this corporation is/are:

*Roberto Dugarte*  
Via Gorgia Di Leontini 3  
#104 Casal Palocco  
Rome, Italy 00124

*Nicola Pollio*  
Largo Antigono  
#30 Casal Palocco  
Rome, Italy 00124

## ARTICLE VIII

### INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: *Pablo R. Bared, Esq., of 3191 Coral Way, Third Floor, Miami, Florida*.

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**ARTICLE IX**

**BYLAWS**

The powers to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

**ARTICLE X**

**INDemnIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

**ARTICLE XI**

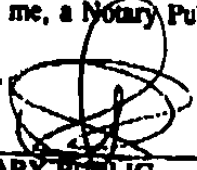
**AMENDMENT**

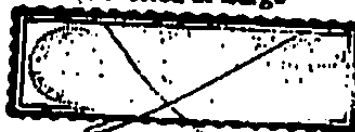
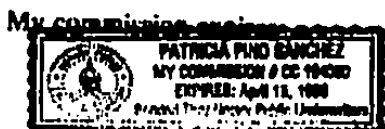
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this *12th day of April, 1996*.

  
PABLO R. BARED, ESQ./Incorporator

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this *12th day of April, 1996*.

  
NOTARY PUBLIC  
State of Florida at Large



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### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for *D & P Worldwide, Inc.*, at place designated in the Articles of Incorporation, *Pablo R. Bared, Esq.*, agrees to act in this capacity and agrees to comply with the provisions of Section 48.091, Fla. Stat. (1981) relative to keeping open such office until such time as he shall notify the corporation of his resignation.

DATED in Miami, Dade County, Florida on this *12th* day of *April, 1996*.

  
PABLO R. BARED, ESQ.

**PREPARED BY:**

**BARED & ASSOCIATES, P.A.**  
**Madison Circle Building, Third Floor**  
**3191 Coral Way**  
**Miami, Florida 33145**

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