

5/01/96

FLORIDA DIVISION OF CORPORATIONS

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COVER SHEET

TO: FLORIDA DIVISION OF CORPORATIONS

FROM: FAGS - CORP. AGENTS, INC.

DEPARTMENT OF STATE

840 NW 13TH ST

STATE OF FLORIDA

SUITE C-100

409 WAB 101ST STREET

MIAMI FL 33166-

33401-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CASTELLI DESIGNS INC.

FAX AUDIT NUMBER: H96000006144

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/01/1996

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96 MAY -1 PM 4:46
TALLAHASSEE
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

Castelli Designs Inc.

FILED
65 MAY -1 PM 4:40
SECRET
FBI

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Castelli Designs Inc.

The principal place of business of this corporation shall be: 10109 SW 223 Terrace
Miami, FL 33190

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: one thousand (1000) shares
common stock \$1.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

prepared by:
Tax Professionals Corp.
1941 W 68th Street
Hialeah, FL 33014
(305) 824-0144

Franz Eisiminger
10109 SW 223 Terrace
Miami, FL 33190

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Franz Eisiminger
10109 SW 223 Terrace
Miami, Florida 33190

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 1st day of May, 1996

Signature(s) of Incorporator(s)



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Castelli Designs Inc.

2. The name and address of the registered agent and office is:

Franz Eisiminger 10109 SW 223 Terrace
(P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33190

(CITY/STATE/ZIP)

SIGNATURE

Franz J. Eisiminger
 (corporate officer)

TITLE Director

DATE May 1st, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Franz J. Eisiminger

DATE May 1st, 1996

REGISTERED AGENT FILING FEE: