

Carlos Brussi

004 421 5055

November 1996

P9600009748

PO Box 6327  
Tallahassee, Fla 32314

Dear Sir/Madam:

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-11/27/96--01017--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Mille Miglia Inc.

Enclosed are an original and a copy of the Articles of Incorporation for the above referenced corporation, Mille Miglia Inc., 21 SW 5th Way, Boca Raton, FL 33432.

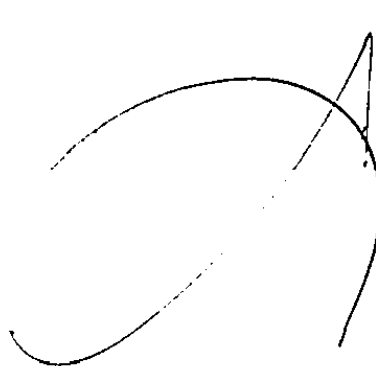
Please file the original, indicate the filing date on the copy and return the copy to me.

Also enclosed is a check covering the fees for the Articles of Incorporation filing fee of \$35.00 and the Registered Agent Designation filing fee of \$35.00, or \$70.00.

If this corporate name is not available, please call us immediately, Thank you for your cooperation.

Sincerely,

Carlos Brussi

 12/3

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96 NOV 26 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE FL 32304

ARTICLES OF INCORPORATION  
OF

MILLE MIGLIA INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be MILLE MIGLIA and the initial address of this corporation shall be

21 SW 5th Way  
Boca Raton, Florida 33432

ARTICLE II

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, country, territory or nation.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share Stock</u>	<u>Class of</u>
100	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

#### ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE V

The initial registered office of this corporation shall be at  
21 SW 5th Way, Boca Raton, Fla 33432 with the privilege  
of having its office and branch offices at the other places within or without  
the State of Florida. The initial registered agent at that address shall be

#### ARTICLE VI

This corporation shall have one director initially. The name and street  
address of the initial director who shall hold office for the first year of the  
corporation, or until her successor is elected or appointed is:

Carlos ~~BRVSI~~  
21 SW 5th Way  
Boca Raton, Fla. 33432

#### ARTICLE VII

The corporation shall have one officer initially. The name and street  
address of the initial officer who shall hold office for the first year of the  
corporation, or until her successor is elected or appointed is:

Carlos ~~BRVSI~~  
21 SW 5th Way  
Boca Raton, Fla. 33432

#### ARTICLE VIII

The name and address of the incorporator is

Carlos ~~BRVSI~~  
21 SW 5th Way  
Boca Raton, Fla. 33432

## ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

## ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

## ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.

  
Carlos Bruni

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

In compliance with the laws of Florida, the following is submitted:

First, that MILLE MIGLIA INC desiring to organize under the laws of  
the State of Florida, has named,

CARLOS BRUSSI its statutory Registered Agent.

Having been named the statutory Registered Agent of the above  
corporation at the place designated in this certificate, I hereby accept the  
same and agree to act in this capacity, and agree to comply with the  
provisions of Florida law relative to keeping the registered office open, and  
I accept the obligations of section 607.325 F.S.

CARLOS BRUSSI

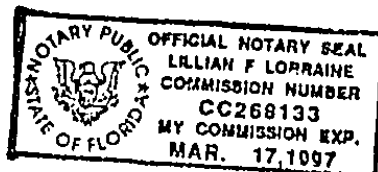
Registered Agent

Dated: This 21 day of November, 1996

The foregoing instrument was acknowledged before me this  
day of November 1996 by CARLOS BRUSSI, who is  
personally known to me or has produced Driver's License # B620-105- as  
identification and who did/did not take an oath. 19-002-0

Lillian F. Lorraine  
NOTARY PUBLIC

My commission expires:



FILED  
96 NOV 26 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of November 1996 by CARLOS BRUSSET who is personally known to me or who has produced Driver's License # B620105 570000 as identification and who did/did not take an oath.

Lillian F. Lorraine

NOTARY PUBLIC

My commission expires:

