

# P 97000019088

## WEINSTEIN, BAVLY & MOON

PROFESSIONAL ASSOCIATION

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ALVIN N. WEINSTEIN  
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SCOTT WM WEINSTEIN  
HARRY D. BAVLY  
OF COUNSEL

MIAMI OFFICE  
920 BISCAYNE BUILDING  
19 WEST FLAGLER STREET  
MIAMI, FLORIDA 33130  
TELEPHONE (305) 377-3042  
FAX (305) 375-0921

February 19, 1997

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

700002095247--2  
-02/24/97--01032--014  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Re: Incorporation of  
GIORDANO INTERNATIONAL HOLDING CORPORATION  
Our File No. 97-042

Dear Sir/Madam:

Enclosed please find original and copy of Articles of Incorporation of Giordano International Holding Corporation. I would appreciate you filing the Articles and returning a certified copy to me.

I have enclosed this firm's check in the sum of \$122.50, representing the following:

Filing Fee	\$ 70.00
Certified Copy of Articles	\$ 52.50
TOTAL	\$122.50

Thank you for your courtesy in this regard.

Very truly yours,

WEINSTEIN, BAVLY & MOON, P.A.

By: 

Scott Wm. Weinstein

SWW/wmd  
Enclosure(s): as stated.  
cc: client

97 FEB 24 AM 9:46  
DIVISION OF STATE  
CORPORATIONS

97/3/19/97

**ARTICLES OF INCORPORATION  
OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 24 AM 9:46

***GIORDANO INTERNATIONAL HOLDING CORPORATION***

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation:

**ARTICLE ONE**

***NAME***

The name of the corporation is:

***GIORDANO INTERNATIONAL HOLDING CORPORATION***

**ARTICLE TWO**

***PRINCIPAL OFFICE***

The street address of the initial principal office of the corporation is 1574 Poinciana Avenue, Fort Myers, Florida 33901.

**ARTICLE THREE**

***CORPORATE DURATION***

The duration of the corporation is perpetual.

**ARTICLE FOUR**

***PURPOSE OR PURPOSES***

The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE FIVE**

***CAPITALIZATION***

The aggregate number of shares which the corporation is authorized to issue is One Million (1,000,000) shares. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE SIX**

***REGISTERED OFFICE AND AGENT***

The street address of the initial registered office of the corporation is 1625 Hendry Street, Suite 201, Fort Myers, Florida 33901, and the name of its initial registered agent at such address, is SCOTT WM. WEINSTEIN.

**ARTICLE SEVEN**

***DIRECTORS***

The number of directors constituting the corporation's initial board of directors is one (1). The name and address of each person who is to serve as a member of the Initial Board of Directors is:

PRESIDENT and SECRETARY/TREASURER  
ANGELO GIORDANO  
1574 Polyclana Avenue  
Fort Myers, FL 33901

**ARTICLE EIGHT**

***INCORPORATORS***

The name and address of each Incorporator is:

SCOTT WM. WEINSTEIN  
1625 Hendry Street, Suite 201  
Fort Myers, Florida 33901

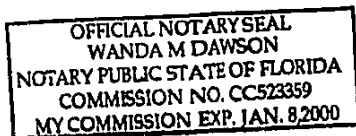
Executed by the undersigned at Fort Myers, Lee County, Florida, on this 20th day of February, 1997.


  
SCOTT WM. WEINSTEIN Incorporator

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 20th day of February, 1997, by **SCOTT WM. WEINSTEIN**, who is personally known to me who did not take an oath.

(Notary Seal)



  
NOTARY PUBLIC  
WANDA M. DAWSON  
(Printed Name of Notary Public)  
CC 523359  
(Commission Number)  
JAN. 8, 2000  
(Commission Expiration Date)

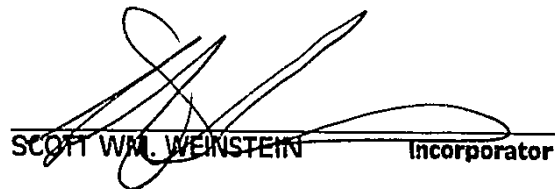
Articles of Incorporation of  
GIORDANO INTERNATIONAL HOLDING CORPORATION  
Page 4

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN  
ARTICLES OF INCORPORATION**

SCOTT WM. WEINSTEIN, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under §607.0505, Florida Statutes.

  
SCOTT WM. WEINSTEIN Incorporator