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GAY AND GORDON ATTORNEYS, P.A.

FILED

699 FIRST AVENUE NORTH

P.O. BOX 265

ST. PETERSBURG, FLORIDA 33731

97 AUG -7 PM 2:10

TELEPHONE

(813) 890-8111

FAX (813) 822-2234

WILLIAM W. GAY (1919 - 1993)
SEYMOUR A. GORDON

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 5, 1997

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

0000002260340-1
-08/07/97-01028-004
****122.50 ****122.50

Re: FIANCHETTO CORPORATION

0000002260340-1
-08/07/97-01028-004
****122.50 ****122.50

Gentlemen:

I am enclosing the original and one copy of the Articles of Incorporation for the following corporation:

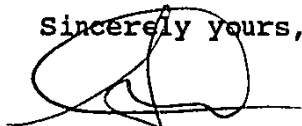
FIANCHETTO CORPORATION

My firm's check in the amount of \$122.50 is enclosed to cover the filing fees.

Please forward the certified copy of the Articles of Incorporation to my office, after filing.

Thank you for your assistance.

Sincerely yours,



Seymour A. Gordon

SAG/sa
Enclosures

PH 8/7/97

ARTICLES OF INCORPORATION

OF

FIANCHETTO CORPORATION

FILED

97 AUG -7 PM 2:40

CLERK OF THE COURT
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is:

FIANCHETTO CORPORATION

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation: This corporation may engage in every activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock having a nominal or par value of \$1.00.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation is to begin business is \$500.00.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 5281 Isla Key Boulevard, #302, St. Petersburg, Florida 33715. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than four.

ARTICLE VIII

INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

| <u>Name</u> | <u>Address</u> |
|-------------------|---|
| RICHARD D. FELD | 10605 Carrollbrook Way Tampa, FL 33618 |
| JANE MERRIN-FELD | 10605 Carrollbrook Way Tampa, FL 33618 |
| JOSEPH M. BEARSON | 5281 Isla Key Blvd., #302 St. Petersburg, FL 33715 |
| PAULA A. POPOVICH | 7239 - 4th Avenue South St. Petersburg, FL 33707 |

ARTICLE IX

SUBSCRIBERS

| <u>Name</u> | <u>Address</u> | <u>Number of Shares</u> |
|-------------------|---|-------------------------|
| RICHARD D. FELD | 10605 Carrollbrook Way Tampa, FL 33618 | 100 |
| JOSEPH M. BEARSON | 5281 Isla Key Blvd., #302 St. Petersburg, FL 33715 | 850 |

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE XI

INITIAL OFFICERS

The officers who are to conduct the business of the corporation and serve as such until the next annual election of officers, or until their successors are duly elected and qualify, shall be as follows:

| | |
|-----------------|-------------------|
| President: | JOSEPH M. BEARSON |
| Vice President: | RICHARD D. FELD |
| Secretary: | JOSEPH M. BEARSON |
| Treasurer: | PAULA A. POPOVICH |

ARTICLE XII

REGISTERED AGENT

The directors shall have the power to appoint a person or persons as Registered Agent for this corporation and until his successor has been appointed, JOSEPH M. BEARSON, is and shall be the Registered Agent for this purpose. The Registered Office shall be 5281 Isla Key Blvd., #302, St. Petersburg, Florida 33715.

ARTICLE XIII

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement, without a meeting, as provided in Florida Statutes 607.394 and the By-Laws.

ARTICLE XIV

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and

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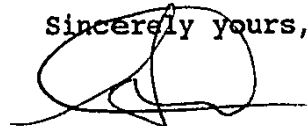
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~~RICHARD D. FELD~~

JOSEPH M. BEARSON

Witness my hand and official this 5 day of August, 1997.

Notary Public



SUBAN P. ANDRIULI
MY COMMISSION # CC369108 EXPIRES
May 18, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

FILED

97 AUG -7 PM 2:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

I, JOSEPH M. BEARSON, of St. Petersburg, Pinellas County, Florida, hereby agree to serve as the Registered Agent for FIANCHETTO CORPORATION, a Florida corporation.


JOSEPH M. BEARSON


STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, a notary public, personally appeared JOSEPH M. BEARSON, who:

☒ is personally known to me; or

☐ produced _____ as identification, to me known to be the person described in and who executed the foregoing Acceptance of Registered Agent and he acknowledged executing the same for the purposes expressed therein.

Witness my hand and seal this 5th day of August, 1997.


Notary Public
My commission expires:



SUSAN P. ANDRIULI
MY COMMISSION # CC369108 EXPIRES
May 18, 1998
BONDED THRU TROY FAIR INSURANCE, INC.