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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: OTTIMA, INC.

AUDIT NUMBER.....H98000003489

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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ARTICLES OF INCORPORATION

OF

OTTIMA, INC.

ARTICLE I - CORPORATE NAME & ADDRESS

The name and address of the corporation is OTTIMA, INC. located at 2420 SW 15TH TERRACE, PALM CITY, FLORIDA 34990

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of One Dollar (\$1.00) per value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2420 SW 15TH TERRACE, PALM CITY, FLORIDA 34990 and the name of the initial registered agent of this corporation at that address is JOHN WALSH

PREPARED BY:

ERIC YANKWITT
DEL ACCOUNTING SERVICES, INC.
22521 S.W. 66TH AVENUE, SUITE 416A
BOCA RATON, FL. 33428
(954) 481-6590

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

DIRECTOR NUMBER ONE:

NAME: JOHN WALSH, PRESIDENT

ADDRESS: 2420 SW 15TH TERRACE, PALM CITY, FLORIDA 34990

DIRECTOR NUMBER TWO:

NAME: FABIO VIETTI, VICE PRESIDENT

ADDRESS: VIA CARLO BERTOLAZZI, LA STORTA ROMA, ITALY 00123

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is JOHN WALSH, 2420 SW 15TH TERRACE, PALM CITY, FLORIDA 34990

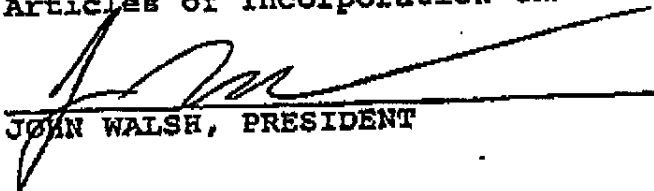
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this Day of , 1997


JOHN WALSH, PRESIDENT

FEB 17 1998

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

In pursuance of Chapter 607.34 of the Florida Statutes, the following is submitted, in compliance with said act:

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First that OTTIMA, INC. desiring to organize under the laws of the State of Florida with its principle office, as indicated in the Articles of Incorporation at the City of PALM CITY County of MARTIN, State of Florida has named JOHN WALSH located at 2420 SW 15TH TERRACE, PALM CITY, FLORIDA 34990 county of MARTIN, State of Florida, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the said Act relative to keeping open said office.

By: [Signature] 2/17/98

JOHN WALSH
Registered Agent

FDLH W420-460-60-
305 Exp 8/00

STATE OF FLORIDA

COUNTY OF

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared JOHN WALSH known to me and known by me to be the person who executed the foregoing Articles of Incorporation, or who has produced identification as shown below and did take an oath and who acknowledged his/her execution of the foregoing Articles of Incorporation to be his/her free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the state and county aforesaid, this Day of

[Signature]
Notary Public
State of Florida at Large



NOTARY CHECK ONE:

() PERSON SIGNING DOCUMENT PERSONALLY KNOWN TO ME.

☒ PERSON SIGNING DOCUMENT PROVIDED THE FOLLOWING FORM OF IDENTIFICATION:

Type: FDLH

Serial No.: Above

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