



LAW OFFICES

**STEINBERG, SLEWETT  
& YAFFE, P.A.**

767 ARTHUR GODFREY ROAD  
MIAMI BEACH, FLORIDA 33140-9998  
DADE (305) 538-2344  
BROWARD (305) 462-2344  
FAX (305) 538-0419

PAUL B. STEINBERG (FLA. & D.C.)  
ROBERT D. SLEWETT (FLA.)  
ROBERT H. YAFFE (FLA.)  
MORRIS L. STEINBERG (N.Y.)

\* PLEASE REPLY TO OUR  
MIAMI BEACH OFFICE

PC98000024086

FILED

March 9, 1998

98 MAR 13 PM 3:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399  
Attn: New Filings

RE: GOLD APPLE INVESTMENT, INC.

Gentlemen:

Enclosed herewith please find the original and a copy of the Articles of Incorporation of Gold Apple Investment, Inc., duly executed by the Incorporator and Registered Agent thereof.

I am also enclosing a check in the amount of One hundred twenty-two dollars and 50/100 (\$122.50) representing the fee for the filing of these Articles of Incorporation and a certified copy.

Should you have any questions, please contact the undersigned.

Very truly yours, -

STEINBERG, SLEWETT & YAFFE, P.A.

900002456329--9  
-03/13/98--01023--005  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Michelle L. Coffey  
Legal Assistant

/mc  
enc.

NEW YORK OFFICE  
574 FIFTH AVENUE  
2ND FLOOR  
NEW YORK, N.Y. 10036  
(212) 391-2080

6 Hall MAR 13 1998

**ARTICLES OF INCORPORATION  
OF  
GOLD APPLE INVESTMENT, INC.**

**FILED**  
**98 MAR 13 PM 3:13**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I.  
Name**

The name of the corporation shall be:

GOLD APPLE INVESTMENT, INC..

**ARTICLE II.  
Nature of Business**

This corporation may engage or transact in any or all lawful activities or businesses 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having Five dollar (\$5.00) par value. The corporation will begin business with Five hundred dollars (\$500.00) in capital. The proceeds of stock subscribed for will be at least as much as the amount necessary to begin business.

**ARTICLE IV.  
Principal Place of Business**

The street address of the initial principal place of business of the corporation shall be

767 Arthur Godfrey Road Miami Beach, Florida 33140, or such other location as the Board of Directors may designate.

**ARTICLE V.  
Term of Existence**

This corporation shall exist perpetually.

**ARTICLE VI.  
Initial Board of Directors**

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one.

**ARTICLE VII.  
Subscriber**

The name and street address of the subscriber of this corporation is:

Cesare Angeli  
Via S. Maurizio 2  
38010 Campodenno  
38100 Trento, Italy

**ARTICLE VIII.  
Officers**

The name and street address of the officers of this corporation is:

NAME/ADDRESS	POSITION
Cesare Angeli Via S. Maurizio 2 38010 Campodenno 38100 Trento ITALY	President/Director

**ARTICLE VIII.  
Registered Office & Registered Agent**

The street address of the initial registered office of this corporation is 767 Arthur



FILED

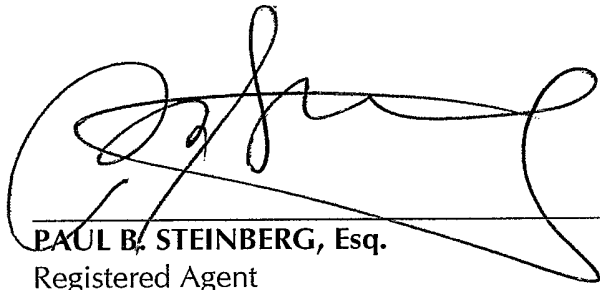
98 MAR 13 PM 3:13

ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby accepts the foregoing appointment as registered agent for  
**GOLD APPLE INVESTMENT, INC.** and agrees to comply with the provisions of these Articles  
and the applicable Florida Statutes.

Dated this 7<sup>th</sup> day of March, 1998.



PAUL B. STEINBERG, Esq.  
Registered Agent