

PA 8000057884

*Rosillo & Associates, P.A.
Certified Public Accountant
8405 NW. 53rd St. Suite A-205
Miami, Florida. 33166
(305) 477-5671 Fax (305) 477-2640*

EFFECTIVE DATE
5/29/98

*Member: American and Florida Institutes of Certified Public Accountants.
Association of Certified Fraud Examiners.*

June 26, 1998.

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Office Use Only

Secretary of State
Division of Corporations
409 E Gaines Street
Tallahassee, Florida 32399

Re: 2nd Submission of Articles of Incorporation for Mario & Zaben, Inc.

Dear Ms. Augsburter:

Enclosed you will find a revised copy of the Articles of Incorporation for Mario & Zaben, Inc.

A check in the amount of \$122.50 representing the incorporation fee was sent with the 1st filing of these articles, which were rejected. This money should still be a credit on account with your office.

A return United Parcel Service letter envelope is enclosed for you to use to return the approved articles to us.

If you have any questions regarding this submission, please feel free to contact the undersigned.

Sincerely,


Frank Rosillo
Rosillo & Associates, P.A.

FILED
98 MAY 13 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-6/29/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 15, 1998

ROSILLO & ASSOCIATES, P.A.
8405 NW 53RD ST, #A-205
MIAMI, FL 33166

SUBJECT: MARIO & ZABEN, INC.
Ref. Number: W98000011105

We have received your document for MARIO & ZABEN, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box is not acceptable.

PLEASE CORRECT ARTICLE 2 TO SIMPLY SAY EXISTENCE SHALL COMMENCE ON "DATE OF EXECUTION" ONLY SINCE THEY WERE NOT ACKNOWLEDGED BY A NOTARY.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Tracy Augsburger
Document Specialist

Letter Number: 798A00027201

**ARTICLES OF INCORPORATION
OF
Mario & Zaben, Inc.**

EFFECTIVE DATE
5/29/98

I, the undersigned, being of sound mind and of legal age, do hereby agree for myself to become a corporation for profit under the laws of the State of Florida, providing for the formation, liability, rights, privileges, benefits and obligations conferred and imposed by such laws on corporations organized pursuant to the provisions thereof, and do hereby make, subscribe, acknowledge and agree to file these articles of incorporation as follows:

ARTICLE I - NAME

The name of this corporation shall be **Mario & Zaben, Inc.**

ARTICLE II - DURATION

This corporation shall have perpetual existence. The corporation's existence shall commence on the date of execution of these articles.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this corporation is to include any and all lawful business or activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - STOCK

The total number of shares of capital stock which this corporation shall be authorized to issue is Seven Thousand Five Hundred (7,500) shares. Such shares shall be of a single class of common stock and shall have a par value of one (\$1.00) dollar.

ARTICLE V - PRE-EMPTIVE 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/she already holds shall have the right to purchase his pro-rata share thereof as nearly as may be done without the issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI - INITIAL OFFICE

The street address of the initial office of this corporation shall be:

4427 S.W. Hwy 17
Nocatee, FL 34268

ARTICLE VII - INITIAL REGISTERED AGENT

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

8405 N.W. 53rd St., Ste. A205
Miami, FL 33166

and the name of the initial registered agent at that address is:

Frank Rosillo

98 MAY 13 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is: **Marwan Nafal, P.O.Box 1062, Nocatee, FL 34268.**

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles of incorporation is:

**Marwan Nafal
P.O.Box 1062
Nocatee, FL 34,268.00**

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 hereof, the undersigned subscriber has executed these articles of incorporation on this 29 day of May 1998.


Incorporator - Marwan Nafal

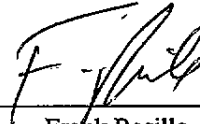
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENCY UPON WHOM
PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act that **Mario & Zaben, Inc.**, desiring to organize under the laws of the state of Florida, with its registered office as indicated in these articles of incorporation has named **Frank Rosillo**, as its agent to accept service of process within this state, whose address is:

**8405 N.W. 53rd St., Ste. A205
Miami, FL 33166**

ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.



Frank Rosillo

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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