

## American Accounting of Sarasota

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

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-08/17/98--01098--013  
\*\*\*\*122.50 \*\*\*\*122.50

August 13, 1998

**SUBJECT: FLORITALY, INC.**

Enclosed is an original and two (2) copies of the articles of incorporation and a check for \$122.50 for the Filing Fee and a Certified Copy

**FROM: ENOLA H. WOLFINGER  
AMERICAN ACCOUNTING OF SARASOTA  
4509 BEE RIDGE RD. STE. B  
SARASOTA, FL 34233  
(941)371-0008**

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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**Articles of Incorporation**

**of**

**FLORITALY, INC.**

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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

**Article 1: Name.** The name of the Corporation is FLORITALY, INC..

**Article 2: Duration.** The duration of the Corporation is perpetual.

**Article 3: Purpose.** The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**Article 4: Capital Stock.** The aggregate number of shares which the Corporation is authorized to issue is 100 (One Hundred) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 (One Dollar) per share. The initial Shareholder is LUCIANO FRAGOLA and he will retain 100.00% ownership of the stock.

**Article 5: Principal Office, Initial Registered Office and Agent.** The street address of the principal office and initial registered office of the Corporation is 4312 DRESDEN LANE, SARASOTA, FL 34233 and the name of the initial Registered Agent at that address is MARGARET HYERS.

**Article 6: Initial Board of Directors.** The number of Directors constituting the initial Board of Directors is 2 (TWO). The number of Directors may be increased from time to time in accordance with the bylaws but shall never be less than 1 (One). The name and address of the initial director of the corporation is as follows: LUCIANO FRAGOLA, 4312 DRESDEN LANE, SARASOTA, FL 34233; , 4312 DRESDEN LANE, SARASOTA, FL 34233.

**Article 7: Incorporator.** The name and address of the incorporator is LUCIANO FRAGOLA, 4312 DRESDEN LANE, SARASOTA, FL 34233.

**Article 8: Amendment.** The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, any right conferred upon the shareholders is subject to the reservation.

**Article 9: Indemnification.** The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

**Article 10: Bylaws.** The power to adopt, amend and repeal Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

IN WITNESS THEREOF, the undersigned has signed these Articles of Incorporation on this

14th day of August, 1998.

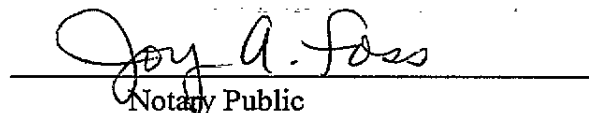
  
LUCIANO FRAGOLA

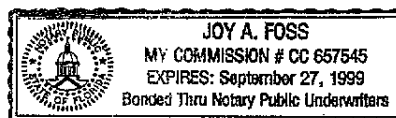
STATE OF FLORIDA  
COUNTY OF SARASOTA

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Before me personally appeared LUCIANO FRAGOLA known personally or presented ID as follows: Passport, who did not take an oath, but did acknowledge that the foregoing Articles of Incorporation were executed for the purposes therein expressed.

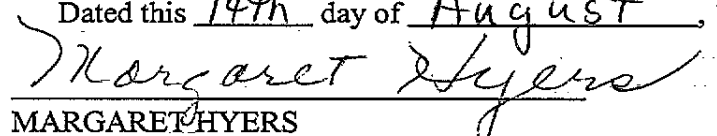
Witness my hand and official seal this 14th day of August, 1998.

  
Notary Public



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of FLORITALY, INC. which is contained in the foregoing Articles of Incorporation.

Dated this 14th day of August, 1998.  
  
MARGARET HYERS

Registered Agent  
4312 DRESDEN LANE, SARASOTA, FL 34233