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P99000003841

January 5, 1999

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

900002736579--1  
-01/11/99--01095--016  
\*\*\*\*122.50 \*\*\*\*\*78.75

*name*  
Re: DIROSA'S INC.  
KISSIMMEE, FL

Dear Sir/Madam;

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.00, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Sincerely,

*Louis Davila*  
Louis Davila  
Attorney at Law

LD/rd  
enclosure check # \_\_\_\_\_

FILED  
99 JAN 11 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Louis* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *TA*  
DATE *1/13/99*  
DOC EXAM *TA*

*Louis Davila is aware of DeRosa, Inc.*

*TA-1/13/99*

ARTICLES OF INCORPORATION  
OF  
DiROSA'S INC.

FILED  
99 JAN 11 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby forms a corporation for profit under Chapter 621 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be: DiROSA'S INC.

The address of the principal office of this corporation shall be 3230 St. Augustine Ct., Kissimmee, Florida 34746 the mailing address of the corporation shall be 3230 St. Augustine Ct., Kissimmee, Florida 34746 .

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 200 shares at no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of this corporation shall be 3230 St. Augustine Ct., Kissimmee, Florida 34746, and the name of the initial registered agent of the corporation at the address is NELSON MORALES.

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

## ARTICLE VI. OFFICERS AND DIRECTORS

The name and addresses of the officers and directors are:

STACIE MORALES President  
3230 St. Augustine Ct.,  
Kissimmee, Florida 34746

NELSON MORALES - Vice-President  
3230 St. Augustine Ct., -  
Kissimmee, Florida 34746 -

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

STACIE MORALES, PRESIDENT  
3230 ST. AUGUSTINE CT.,  
KISSIMMEE, FLORIDA 34746

IN WITNESS WHEREOF, the undersigned Incorporator(s) have executed these Articles, this 5 day of 1, 1999.

Signature of Incorporator(s)

Stacie Morales  
STACIE MORALES-President

  
NELSON MORALES-Vice President

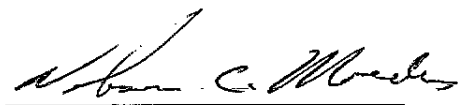
CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the States of Florida, submits the followings statement in designation the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: DiROSA'S INC.
2. The name and address of the registered agent and office is:

NELSON MORALES,  
3230 St. Augustine Ct.,  
Kissimmee, Florida 34746

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

  
Signature

1-5-99  
Date

REGISTERED AGENT FILING FEE: \$35.00

**FILED**  
99 JAN 11 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA