

P99000009281

MARIANGELES MATTOS  
8340 N.W. 10th Street - Unit #9  
Miami, Florida 33126

January 25, 1999

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

EFFECTIVE DATE  
1-22-99

Re: DiCarlo, Inc.

Gentlemen:

Enclosed for filing is the original and a copy of the Articles of Incorporation of DiCarlo, Inc., which is a Florida for profit corporation.

Also enclosed herewith is a money order payable to the Secretary of State in the amount of \$122.50 to pay for the following charges:

1. Original filing fee of \$35.00.
2. Registered agent fee of \$35.00.
3. Certified copy fee of \$52.50.

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-01/26/99--01077--023  
\*\*\*\*122.50 \*\*\*\*\*78.75

Please send a certified copy of the Articles of Incorporation to the above address in the enclosed self-addressed stamped envelope.

Thank you for your cooperation.

Sincerely,

Mariangeles Mattos  
Mariangeles Mattos

:mm

Encls.

FILED  
99 JAN 26 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
1-22-99

ARTICLES OF INCORPORATION OF DICARLO, INC.

FILED  
99 JAN 26 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I - Name** - The name of this corporation is DiCarlo, Inc.

**Article II - Principal Place of Business & Mailing Address** - The principal place of business and mailing address of the corporation shall be: 8340 N.W. 10th Street, Unit #9, Miami, Florida 33126.

**Article III - Duration** - The corporation shall have a perpetual existence.

**Article IV - Purpose** - The purpose of this corporation is to engage in any activities or business permitted under the Laws of the United States of America and the State of Florida.

**Article V - Capital Stock** - The maximum number of shares which this corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of \$1.00 per share. All shares of stock issued by the corporation shall be paid in lawful money of the United States of America or in property, the just value of which shall be fixed by the Board of Directors in the manner provided for by the laws of the State of Florida.

**Article VI - Initial Registered Office & Agent** - The initial registered office of this corporation shall be: 8340 N.W. 10th Street, Unit #9, Miami, Florida 33126, and the initial Registered Agent of this corporation at such office shall be Mariangeles Mattos, who upon accepting this designation agrees to comply with the provisions of §48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

**Article VII - Initial Board of Directors** - The initial Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1) nor more than three (3). The name and address of the director constituting the initial Board of Directors is:

Mariangeles Mattos, 8340 N.W. 10th Street, Unit #9, Miami, Florida 33126.

**Article VIII - Officers** - The affairs of this corporation shall be managed by its Board of Directors, acting through the officers of the corporation consisting of a President, Vice President, Treasurer and Secretary, and any other assistant vice presidents or secretaries as may be designated in the By-Laws of the corporation. The officers of the corporation shall be elected in the manner set forth in the By-Laws.

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for DiCarlo, Inc., at the place designated in the Articles of Incorporation, I, Mariangeles Mattos, agree to act in this capacity and agree to comply with the provisions of §48.091 relative to keeping open such office.

Dated this 22nd day of January, 1999.

Mariangeles Mattos  
MARIANGELES MATTOS, Registered Agent

**FILED**  
99 JAN 26 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA