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Florida Department of State
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To:

Division of Corporations
Fax Number : (850)922-4001

From:

Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305)358-2571
Fax Number : (305)358-7832

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

DELANUCA, INC.

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Page Count	22 02
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F. CHESSE

MAR 2 1999

FROM : F. GUTTA, CPA

PHONE NO. : 954 452 8359

Mar. 01 1999 12:43 PM P2

H99-4908

ARTICLES OF INCORPORATION
OF
DELANUCA, INC.

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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:

DELANUCA, INC.

The principal place of business of this corporation shall be 45 N.E. 45th Street, Miami Florida, 33137.

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, 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 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 45 N.E. 45th Street, Miami, Florida 33137. The name of the initial registered agent of the corporation at that address is GUSTAVO A. FERNANDEZ.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

Prepared by:
ace! Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 358-2571

11-11-99

03-01-1999 16:08

FROM : F. GUTTA, CPA

PHONE NO. : 954 452 8359

Mar. 01 1999 01:22PM P1

H99-4908

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer/director, initially. The name and street address of the initial officer/director who shall hold office for the first year of the corporation and every year thereafter until their successors are elected or appointed is:

GUSTAVO A. FERNANDEZ - PRESIDENT
45 N.E. 45th STREET
MIAMI, FLORIDA 33137.

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these articles of incorporation is:

GUSTAVO A. FERNANDEZ
45 N.E. 45th STREET
MIAMI, FLORIDA 33433.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 4th day of November, 1998.


GUSTAVO A. FERNANDEZ - SUBSCRIBER

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


GUSTAVO A. FERNANDEZ - REGISTERED AGENT

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