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LAW OFFICES  
**BERNSTEIN & BERGER, P.A.**

SUITE 2608 NEW WORLD TOWER  
100 NORTH BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33132

JEFFREY A. BERNSTEIN  
DAVID S. BERGER

TELEPHONE (305) 371-4555  
FAX (305) 374-1789

April 9, 1999

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

200002836192--9  
-04/12/99--01096--003  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: **Bruno D'AMICO**

Enclosed please find the original and one copy of the Articles of Incorporation of **D'AMICOS' CORPORATION, INC.**, together with a check in the amount of \$122.50. Please file the articles and return a certified copy of the same to this office.

Thank you for your kind assistance.

Very truly yours,



**David S. Berger**

DSB/dd  
Enclosures: As indicated

SECRET  
TALLAHASSEE, FLORIDA  
99 APR 12 PM 5:08  
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**FILED**  
99 APR 12 PM 5:08  
SECRET  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**D'AMICOS' CORPORATION, INC.**

The undersigned, acting as incorporator of a corporation under the provisions of the Florida General Corporation Act, as set forth in Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation for such corporation.

**ARTICLE I.**

Name

The name of the corporation is **D'AMICOS' CORPORATION, INC.**

**ARTICLE II.**

Duration

The corporation shall have perpetual existence.

**ARTICLE III.**

Purpose

This corporation is organized for the purpose of engaging in and transacting any and all lawful business.

**ARTICLE IV.**

Capital Stock

This corporation is authorized to issue 100 shares of FIVE DOLLARS (\$5.00) par value common stock.

**ARTICLE V.**

Initial Registered Office and Agent -- Principal Office

The street address of the initial registered office of this corporation is 100 N. Biscayne Boulevard, Suite 2608, Miami, FL 33132 and the name of the initial registered agent of this corporation at that address is **David S. Berger**. The initial Principal office shall also be located at 100 N. Biscayne Boulevard, Suite 2608, Miami, FL 33132.

**ARTICLE VI.**

Directors

This corporation shall have two directors 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 names, addresses and corporate titles of the initial Directors of this corporation are:

**Bruno D'Amico**  
President/Treasurer  
and Director

Mailing Address  
c/o Bernstein & Berger, P.A.  
100 North Biscayne Blvd.  
Suite 2608  
Miami, FL 33132

**Antonino Gianfranco D'Amico**  
Vice President/Secretary  
and Director

c/o Bernstein & Berger, P.A.  
100 North Biscayne Blvd.  
Suite 2608  
Miami, FL 33132

**ARTICLE VII.**

**Incorporator**

The name and address of the person signing these Articles is:  
David S. Berger, as Incorporator, 100 North Biscayne Blvd., Suite  
2608, Miami, Florida 33132.

**ARTICLE VIII.**

**Powers**

This corporation shall have all of the corporate powers  
enumerated in the Florida General Corporation Act.

**ARTICLE IX.**

**Meetings by Conference Telephone**

Members of the Board of Directors may participate in Meetings  
of the Board of Directors by means of conference telephone as  
provided by law.

**ARTICLE X.**

**Beginning of Corporate Existence**

The date when corporate existence shall begin shall be  
April 19, 1999.

  
David S. Berger, Incorporator

STATE OF FLORIDA )  
                          ) SS:  
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared David S. Berger, known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 9th day of April, 1999.

*Denise Durand*  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE  
My Commission Expires:



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--that, D'AMICOS' CORPORATION, INC., is qualified to do business under the laws of the State of Florida with its principal office at Miami, County of Dade, State of Florida, has appointed DAVID S. BERGER, 100 N. Biscayne Blvd., Suite 2608, , as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:



David S. Berger  
Registered Agent

**FILED**  
99 APR 12 PM 5:08  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA