

# Stanley, Miller, Dehlinger & Rascher

Attorneys at Law

Robert E. Miller  
Tel. (407) 862-4566  
Fax (407) 862-7739

Frederic "Ric" Stanley Jr.  
Tel. (407) 682-6200  
Fax (407) 682-3536  
[Stanlaw@Worldnet.att.net](mailto:Stanlaw@Worldnet.att.net)

Charles A. Dehlinger  
Tel. (407) 682-4402  
[Cadesq@Sundial.net](mailto:Cadesq@Sundial.net)

Norbert H. Rascher  
Tel. (407) 682-5564  
Fax (407) 682-3536

OF COUNSEL:  
Steven G. Horneffer  
Tel (407) 767-0044

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Raintree Office Park . 990 Douglas Ave. Altamonte Springs, FL 32714

May 11, 1999

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

100002884511--2  
-05/24/99-01127-014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Casa Rosso Productions, Inc.

Dear Sir:

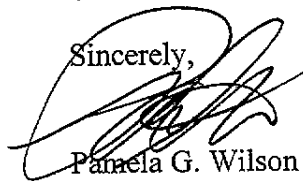
Enclosed are the original and a duplicate copy of the Articles of Incorporation of this proposed corporation.

Please endorse your approval of the Articles of Incorporation on the duplicate copy and return it to the undersigned.

Also enclosed is a certificate of acceptance as registered agent for service of process within this State.

Additionally, a check is enclosed for the total amount of \$70.00 to cover the filing fee and the fee for designation of registered agent.

Sincerely,



Pamela G. Wilson  
Legal Assistant to  
Frederic Stanley, Jr.

PGW/pc/enc.

*Pamela G. Wilson* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *Article II*  
DATE *5/31/99*  
DOC. EXAM *Debra Brown*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
MAY 24 PM 1:39

D. BROWN MAY 27 1999

SECRET  
DIVISION  
93 MAY 24 PM 1:39

ARTICLES OF INCORPORATION  
OF  
CASA ROSSO PRODUCTIONS, INC.

ARTICLE I – NAME

The name of this corporation is Casa Rosso Productions, Inc.

ARTICLE II – DURATION

This corporation shall exist perpetually, beginning in accordance with law.

ARTICLE III – PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV- CAPITAL STOCK

This corporation is authorized to issue 3000 shares of no par value common stock.

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal place of business of this corporation shall be:

5842 South Semoran Blvd.  
Orlando, FL 32822

The name of the initial registered agent of this corporation at that address shall be:

Frederic Stanley, Jr.  
990 Douglas Avenue  
Altamonte Springs, FL 32714

#### ARTICLE VI – INITIAL BOARD OF DIRECTOS AND OFFICERS

- A. This corporation shall have three (3) 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 (1).
- B. The name and address of the initial director and officer of this corporation is as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>	<u>OFFICER</u>
Thomas Koveleskie	3292 Roxbury Road Hatfield, PA 19440	President
Harry S. Benson	1960 Emerald Green Circle Oveido, FL 32765	Vice President
Toine Rodenburg	106-108 Oudezids Achterburgwal 1001 RH Amsterdam	Vice President

#### ARTICLE VII - INCORPORATOR

The name and address of the person signing the Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Harry S. Benson	1960 Emerald Green Circle Oviedo, FL 32765

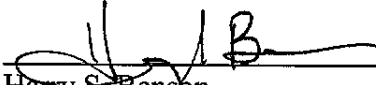
#### ARTICLE VII – BY LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and shareholders.

#### ARTICLE IX – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

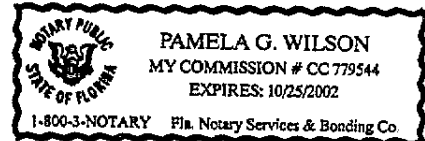
IN WITNESS WHEREOF, the undersigned incorporator has executed these  
Articles of Incorporation on May 19, 1999.

  
\_\_\_\_\_  
Harry S. Benson  
Incorporator

STATE OF FLORIDA  
COUNTY OF SEMINOLE

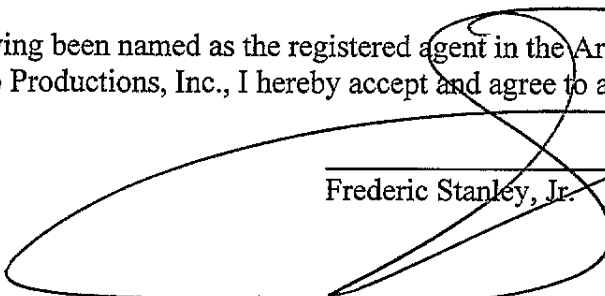
The foregoing Articles of Incorporation were acknowledged, before me, on May 19, 1999, by Harry S. Benson.

  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission expires:



CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of Casa Rosso Productions, Inc., I hereby accept and agree to act in this capacity.

  
\_\_\_\_\_  
Frederic Stanley, Jr.

FILED  
1999 MAY 24 PM 1:39  
DIVISION OF CORPORATE  
SECRETARIES