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1.) *Arrivederci, Inc.*
(CORPORATE NAME & DOCUMENT #)

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2.) _____
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3.) _____
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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: ARRIVEDERCI, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

139 Royal Palm Drive
Ft. Lauderdale, Florida 33301

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 shares of Common, par value \$1.00 per share

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

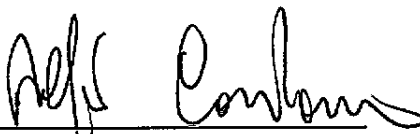
Alfio Caradonna
139 Royal Palm Drive
Ft. Lauderdale, Florida 33301

ARTICLE V INCORPORATOR

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

Alfio Caradonna
139 Royal Palm Drive
Ft. Lauderdale, Florida 33301

The undersigned incorporator has executed these Articles of Incorporation this 13th day of August 1999.


Alfio Caradonna

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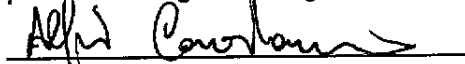
**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ARRIVEDERCI, INC.
2. The name and address of the registered agent and office is:

Alfio Caradonna
139 Royal Palm Drive
Ft. Lauderdale, Florida 33301

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 statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.


Alfio Caradonna

Dated: August 13, 1999

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