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FEINBERG & ASSOCIATES
ATTORNEYS AT LAW

Richard J. Feinberg, Esq.
Lee N. Feinberg, Esq.

September 10, 2001

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-09/11/01--01047--004
*****78.75 *****78.75

RE: Articles of Incorporation
A. TARANTO ENTERPRISES, INC.

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation for the above corporation, together with our check in the amount of \$78.75 which represents the registered agent designation, filing fees, and certified copy. Also enclosed is a return FedEx envelope to expedite the return of these articles.

Thank you for your prompt attention to the above, and if there is any further information required, please do not hesitate to contact the undersigned.

Sincerely,



Richard J. Feinberg

RJF/dlf

Enclosures

FILED
01 SEP 11 PM 12:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

7300 WEST McNAB ROAD, SUITE 218, TAMARAC, FLORIDA 33321 (954) 721-6004

5 paw
9/13/01

**ARTICLES OF INCORPORATION
OF
A. TARANTO ENTERPRISES, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLE I
NAME**

The name of this corporation is A. TARANTO ENTERPRISES, INC.

**ARTICLE II
DURATION**

This corporation has perpetual existence unless otherwise specified in the Articles of Incorporation.

**ARTICLE III
CORPORATION PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida, and more specifically the business of food, beverage, night club and catering.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue Five Hundred (500) shares of common stock, with a par value of One Dollar (\$1.00) per share.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 2301 West Sample Road, Pompano Beach, Florida 33073-3081, and the name of the initial Registered Agent of this corporation is ANGELO TARANTO, 2301 West Sample Road, Pompano Beach, Florida 33073-3081.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The names and address of the initial director of this corporation is:

Angelo Taranto 3922 N. E. 166 Street, Apt. 109 South
No. Miami Beach, Florida 33160

ARTICLE VI(A)
INITIAL CORPORATE OFFICERS

The initial corporate officers shall be as follows:

President:	Angelo Taranto
Vice President:	Angelo Taranto
Secretary:	Angelo Taranto
Treasurer:	Angelo Taranto

ARTICLE VI(B)
HEALTH INSURANCE

Upon approval, by no less than 50% of the board of directors, the corporation shall be authorized to obtain and maintain health insurance for all members of the Board of Directors.

ARTICLE VII
BY-LAWS

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

ARTICLE VIII
RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set next to their names:

Angelo Taranto	100 Shares
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Shares held by the initial Shareholder listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the future Shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by a written agreement among all of the future Shareholders and this corporation.

ARTICLE IX
CUMULATIVE VOTING

At each election for Directors, every Shareholder entitled to vote at each election shall have the right to cumulate his votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE X
CALLING FOR SPECIAL MEETINGS

Special meetings of the Shareholders may be called by not less than one tenth (1/10) of the shares entitled to vote.

ARTICLE XI
APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the Shareholder of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII
RIGHT OF SHAREHOLDERS TO DISSENT

The Shareholders of this corporation shall have the right to dissent from any corporate actions from which Shareholders are entitled to dissent under the Florida General Corporation Act, even though on the date fixed to determine the Shareholders entitled to vote on such corporation actions the shares of this corporation were registered on a national securities exchange or held of record by not less than two-thousand (2,000) Shareholders.

ARTICLE XIII
INITIAL PRINCIPAL CORPORATE OFFICE AND ADDRESS

The initial corporation's principal office shall be located at 2301 West Sample Road, Pompano Beach, Florida, and the initial mailing address of the corporation shall be 2301 West Sample Road, Pompano Beach, Florida.

ARTICLE XIV
AMENDMENT

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

ARTICLE XV
INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director to the full extent permitted by law.

ARTICLE XVI
INCORPORATORS

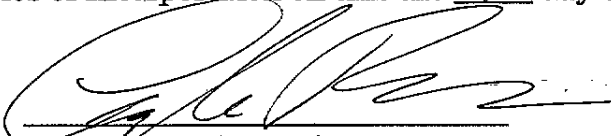
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

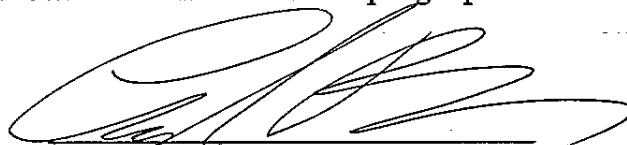
The initial subscriber to this corporation is Angelo Taranto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation on this the 7th day of September, 2001.


ANGELO TARANTO

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process of A. TARANTO ENTERPRISES, INC., a Florida corporation located at 2301 West Sample Road, Pompano Beach, Florida, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statute relative to keeping open said office for service of process.


ANGELO TARANTO

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

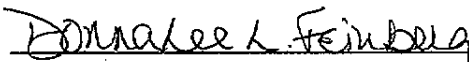
BEFORE ME, the undersigned authority authorized to take acknowledgments, personally appeared ANGELO TARANTO to me well known, and acknowledged before me that he executed the foregoing as his act and deed.

SWORN TO and SUBSCRIBED before me this 7th day of September, 2001.



Donna Lee L. Feinberg
Commission # CC 943933
Expires July 17, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

NOTARY PUBLIC


PRINTED NAME