

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Zotto Enterprises, Inc.

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Certificate of Status	1
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**ARTICLES OF INCORPORATION
OF
ZOTTO ENTERPRISES, INC.**

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

ARTICLE I - NAME

The name of this Corporation shall be: Zotto Enterprises, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principle place of business of this Corporation is 4651 Babcock St., N.E., Unit 3, Palm Bay, Florida 32905. The mailing address of this Corporation is 723 Falls Creek Dr., West Melbourne, Florida 32904.

ARTICLE III - DURATION

This Corporation shall commence upon the execution of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV - PURPOSE

This Corporation is formed to engage in providing restaurant services to members of the general public and to engage in any other activities allowed by the Act or under the laws of the State of Florida and the United States.

ARTICLE V - CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is 10,000 shares, par value of \$.01 par share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI - REGISTERED AGENT

The name and Florida street address of the registered agent of this Corporation is Charles T. Zotto 723 Falls Creek Dr., West Melbourne, Florida 32904.

ARTICLE VII - I.R.C. SECTION 1244

It is the intent of the incorporator to qualify the shares of common stock issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986, as amended.

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ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator is Charles T. Zotto - 723 Falls Creek Dr., West Melbourne, Florida 32904.

Charles T. Zotto
Charles T. Zotto, Incorporator

11/27/01
Date

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Charles T. Zotto
Charles T. Zotto, Registered Agent

11/27/01
Date

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