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Requestor's Name: PATRICIA CERRELL
 Address: 1125 NORTHERIDGE DR
 City/State/Zip: PHILADELPHIA PA 19135 (513) 736-8137 Phone #:

ON FILE
 97 MAR 21 10:41

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. BIRNBAUM'S PIZZA & PASTA INC
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

RECEIVED
 97 MAR 21 AM 10:26
 DIVISION OF CORPORATION

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials _____

ARTICLES OF INCORPORATION

FILED
STATE OF FLORIDA
JAN 10 1981

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Article of Incorporation.

ARTICLE I NAME

BAMBINO PIZZA & PASTA, INC.

ARTICLE II PRINCIPAL OFFICE

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

Principal Place: 2028 Bayshore Blvd.
Dunedin, Fl 34698

Mailing Address: P.O. Box 1213
Palm Harbor, Fl 34682

ARTICLE III SHARES

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

5,000

ARTICLE IV INCORPORATOR (S)

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

Patricia Correa
1128 Northridge Ave.
P.O. Box 1213
Palm Harbor, Florida 34682

ARTICLE V OFFICERS OF THE INCORPORATION

President: Patricia G. Correa
Vice President: Lucio E. Correa

The undersigned incorporator has executed these Articles of Incorporation
This the 31st day of March, of 1997.

Patricia Correa
Signature

CERTIFICATE 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: BAMBINO PIZZA & PASTA, INC.
2. The name and address of the registered agent and office is:

Patricia Correa
1128 Northridge Ave.
P.O. Box 1213
Palm Harbor, Fl 34682
(813) 786-8184

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.

Patricia Correa
Signature

3-24-97
Date