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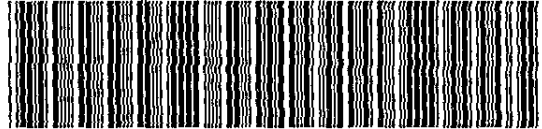
(Business Entity Name)

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Restaurant Strategies of New York LTD
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

DAVID NAPOLITAN
(Name of Person)

RESTAURANT STRATEGIES
(Firm/Company)

5333 COLLINS AVENUE, Suite 1003
(Address)

MIAMI BEACH, FL 33140
(City/State and Zip code)

For further information concerning this matter, please call:

DAVID NAPOLITAN at (917) 886 4991
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 2, 2006

DAVID NAPOLITAN
RESTAURANT STRATEGIES
5333 COLLINS AVENUE, SUITE 1003
MIAMI BEACH, FL 33140

SUBJECT: RESTAURANT STRATEGIES OF NEW YORK LTD
Ref. Number: W06000020448

We have received your document for RESTAURANT STRATEGIES OF NEW YORK LTD. However, the document has not been filed and is being returned for the following:

Using LTD in the corporate name is not acceptable. Must spelled out the word (LIMITED). Can not used in conjunction with the suffix "Company" when filing a corporation.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist

Letter Number: 906A00031028

David Napolitan
Restaurant Strategies
5333 Collins Avenue, #1003
Miami beach, FL 33140

Monday, May 08, 2006

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

Subject: RESTAURANT STRATEGIES OF NEW YORK LTD
Ref: Number: W06000020448
Letter number: 906A00031028 (Loria Poole)

According to your letter and today's telephone conversation I have made the necessary changes to the Application by Foreign Corporation for Authorization to Transact Business in Florida.

Please find the corrected application & a copy of the certificate of Incorporation from the state of New York dated 4.19.06. The original was previously filed with your division with my initial application.

Thank you for your efforts in this matter.

Best regards,


David Napolitan

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Restaurant Strategies of N. Y. - LTD
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

Restaurant Strategies of New York Limited INC.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York 3. EW-13-3912732
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/08/1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 5333 COLLINS AVENUE, #1003
(Principal office address)

MIAMI BEACH, FL 33140
(Current mailing address)

8. RESTAURANT CONSULTING, OPERATIONS AND ECOMMERCE
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: DAVID NAPOLITAN

Office Address: 5333 COLLINS AVE, APT 1003
MIAMI BEACH, Florida 33140
(City) (Zip code)

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TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

David Napolitan
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: DAVID A NAPOLITAN

Address: 5333 Collins Avenue, apt 1003

Miami Beach, FL 33140

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. David Napolitan

(Signature of Director or Officer listed in number 12 of the application)

14. DAVID NAPOLITAN

(Typed or printed name and capacity of person signing application)

**State of New York
Department of State**

} ss: 178 38 6451

I hereby certify, that the Certificate of Incorporation of RESTAURANT STRATEGIES OF N.Y., LTD. was filed on 10/08/1996, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

*WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 18th day of April two
thousand and six.*

200604190239 63

