

F98000005080

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Campiello, Inc.
(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:

Kaylene L. Jaworski
(Name of Person)

D'Amico & Partners, Inc.
(Firm/Company)

211 North 1st Street Ste 175
(Address)

Minneapolis, MN 55401
(City/State/Zip)

W98-17725

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*****78.75 *****78.75

Should you need to call someone concerning this matter, please call:

Kaylene L. Jaworski at (612) 374-1746
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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W98-17725



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 5, 1998

KAYLENE L. JAWORSKI
D'AMICO & PARTNERS, INC.
211 NORTH 1ST STREET STE. 175
MINNEAPOLIS, MN 55401

SUBJECT: CAMPIELLO, INC.
Ref. Number: W98000017725

We have received your document for CAMPIELLO, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

7 A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that the photocopied articles you submitted are not the same as the certificate, and that the certificate must be an original.

Please return your document, along with 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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 698A00040861

Cert of Good Standing
→ # 296-2803

**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. Campiello, Inc
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Minnesota 3. 41-1804705
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12-21-94 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Opening date 12/98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. Campiello 1177 South Third Street Naples FL 34102
(Current mailing address)

8. Full service restaurant
(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 or Mail Drop Box NOT acceptable)

Name: Michael R. Daly

Office Address: 1177 South Third Street

Naples, Florida, 34102
(Zip code)

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.


(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.

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TALLAHASSEE FLORIDA

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box **NOT** acceptable)

Chairman: see Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box **NOT** acceptable)

President: see Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE FLORIDA

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

13. [Signature]

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Paul J. Smith CEO

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

Campello
Shareholders

NAME	DOB	TITLE	HOME ADDRESS	PHONE NUMBER
Richard D'Amico	4/7/49	President	2035 Kenwood Parkway Minneapolis, MN 55405	612-374-9091
Larry D'Amico	7/29/50	Vice-President	6484 Westchester Circle Golden Valley, MN 55427	612-546-5218
Steve Davidson	5/14/56	Vice-President	5348 Hollywood Road Edina, MN 55436	612-920-0128
Paul Smith	10/17/60	Chief Financial Officer	401 South First Street Minneapolis, MN 55408	612-330-9046
Gerard Cafesjian	4/26/26	Shareholder	4951 Gulf Shore Blvd North Naples, FL 33940	941-643-4740

SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

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State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Joan Anderson Growe, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

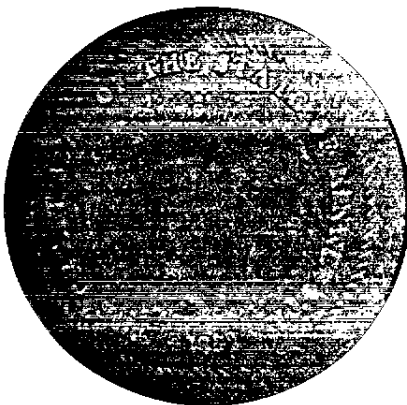
Name: Campiello, Inc.

Date Formed: 12/21/1994

Chapter Governed By: 302A

This certificate has been issued on 08/29/98.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Joan Anderson Growe
Secretary of State.