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ACCOUNT NO. : 072100000032

REFERENCE : 871999 7183750

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 155.00

ORDER DATE : October 23, 2000

ORDER TIME : 10:31 AM

ORDER NO. : 871999-025

CUSTOMER NO: 7183750

CUSTOMER: Mr. Robert A. Forlizzo
Paradise Development Group,
Inc.
2901 Rigsby Lane

Safety Harbor, FL 34695

APPROVAL
FILED
00 OCT 23 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

600003434996--3

DOMESTIC FILING

NAME: GRATZZI'S RISTORANTE, L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135
EXAMINER'S INITIALS:

RECEIVED
00 OCT 23 AM 11:33
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

BB
1023-00

ARTICLES OF ORGANIZATION
OF
GRATZZI'S RISTORANTE, L.C.

The undersigned Members adopt the following Articles of Organization pursuant to the provisions of the Florida Limited Liability Company Act (the "Act").

ARTICLE I.
NAME OF COMPANY

The name of the limited liability company is **GRATZZI'S RISTORANTE, L.C.** (the "Company").

ARTICLE II.
MAILING ADDRESS OF COMPANY

The mailing address of the Company shall be 2325 Ulmerton Road, Suite 20, Clearwater, Florida 33762.

ARTICLE III.
PERIOD OF DURATION

The Company's period of duration shall commence upon the filing of these Articles with the Secretary of State of the State of Florida and be perpetual thereafter.

ARTICLE IV.
REGISTERED OFFICE AND AGENT

The address of the Company's principal office is as follows: 2325 Ulmerton Road, Suite 20, Clearwater, Florida 33762. The name and address of the Company's initial registered agent and registered office in the State of Florida is as follows: Robert A. Forlizzo, Esquire, 2903 Rigsby Lane, Safety Harbor, Florida 34695.

ARTICLE V.
MANAGEMENT

The Company will be a manager-managed company.

ARTICLE VI.
PURPOSE

The Company is organized for any lawful purpose for which a limited liability company may be organized pursuant to the Act.

APPROVED
FILED
00 OCT 23 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

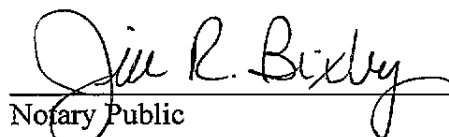
IN WITNESS WHEREOF, the following authorized representative of the Members has executed these Articles of Organization on this 20th day of October, 2000.



ROBERT A. FORLIZZO, Authorized
Representative of the Members

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 20th day of October, 2000, by **ROBERT A. FORLIZZO**, as the Authorized Representative of the Members. He is personally known to me.



Notary Public
State of Florida
My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
JILL R. BIXBY
COMMISSION # CC694112
EXPIRES 12/22/2000
BONDED THRU ASA 1-888-NOTARY1

APPROVED
FILED
00 OCT 23 PM 12:43
NOTARY
JILL R. BIXBY

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

GRATZZI'S RISTORANTE, L.C.

2. The name and address of the Registered Agent and Office is:

ROBERT A. FORLIZZO
2903 Rigsby Lane
Safety Harbor, FL 34695

Having been named as Registered Agent and to accept service of process for the above-stated limited liability company, 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.


ROBERT A. FORLIZZO

REC'D
FILED
OCT 23 PM 12:40

APPROVED
A.T.
FILED