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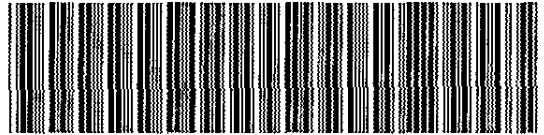
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16

EFFECTIVE DATE
1/1/03

International Management & Executive Services, LLC

500 No. Maitland Avenue, Suite 215
P. O. Box 941708
Maitland, Florida 32794-1708

Phone (407) 539-0031
Fax (407) 975-6515

January 3, 2003


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

Dear Sir or Madam

Enclosed are the Articles of Incorporation for Donatello's Trattoria, LLC.. and a check in the amount of \$125.00.

Please record the Articles of Incorporation and send an acknowledgement back to the registered agent.

Sincerely,


Frank J. Guida

*attached is The \$125⁰⁰ check. I forgot
to send it The envelope with the articles
for The LLC. Please match Them up,
I mailed Them both on The Same Day*

Thanks



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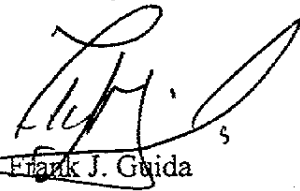
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ARTICLES OF ORGANIZATION

of

DONATELLO'S TRATTORIA, LLC.

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be:

DONATELLO'S TRATTORIA, LLC

ARTICLE II – ADDRESS OF PRINCIPAL OFFICE

The principal place of business of the limited liability company shall be

478 STATE ROAD 434
ALTAMONTE SPRINGS, FLORIDA 32714

The mailing address of the limited liability company shall be

478 STATE ROAD 434
ALTAMONTE SPRINGS, FLORIDA 32714

ARTICLE III – EFFECTIVE DATE

These Articles of Organization shall be effective January 1, 2003 upon approval of the Secretary of State, State of Florida.

ARTICLE IV - DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

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ARTICLE V – PURPOSE AND POWERS

The general purpose for which the Company is organized is to provide retail food and beverage services as a restaurant and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE VI - REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the Initial Registered Agent of this Company is:

International Management & Executive Services, LLC.

500 N. Maitland Avenue, Suite 215

Maitland, Florida 32751

L01-21390

ARTICLE VII - MANAGEMENT

The managers of the company shall be:

Operating Manager

Secretary

Treasurer

Frank Abbinanti, SR

Frank Abbinanti, SR

Frank Abbinanti, SR

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ARTICLE VIII – ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the transfer by unanimous consent.

ARTICLE IX – TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE X – MEMBERS

The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of

the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial member(s) of the Company are:

Frank Abbinanti, SR	1842 Kings Point Drive N., Addison, IL 60101
Frank Abbinanti, JR	14902 Turtle Dove Ct., Orlando, FL 32824
Leonardo Giarraputo	2433 Kalch Ct, Ocoee, FL 34761
Mary VanParys	4240 Winderlakes Drive, Orlando, FL 32819

ARTICLE XI –INDEMNIFICATION

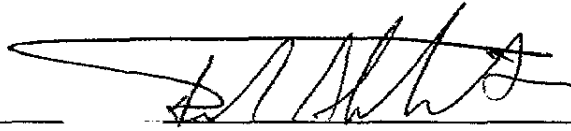
The Company shall indemnify managers and officers of the Company who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the manager or officer was a party because the manager or officer is or was a manager or officer of the Company against reasonable attorney fees and expenses incurred by the manager or officer in connection with the proceeding. The Company may indemnify an individual made a party to a proceeding because the individual is or was a manager, officer, employee of the Company against liability if authorized in the specific case after determination, in the manner required by the member (s), that indemnification of the manager, officer, employee or agent, as the case may be, is permissible in the circumstances because the manager, officer, employee or agent has met the standard of conduct set forth by the member (s). The indemnification and advancement of attorney fees and expenses for managers, officers, employees and agents of the Company shall apply such persons are serving at the Company's request while a manager, officer, partner, trustee, employee agent of another foreign or domestic Company, partnership, joint venture, trust employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Company. The Company also may pay for or reimburse the reasonable attorney fees and expenses incurred by a manager, officer, employee or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding. The Company also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a manager, officer, employee or agent of the Company, whether or not the Company would have power to indemnify the individual against the same liability under the law. All references in these Articles of Organization are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a manager, officer, employee or agent of the Company or the ability of the Company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Organization to "manager", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

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IN WITNESS HEREOF, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Altamonte Springs, Florida, for the foregoing uses and purposes, this January 3, 2003.



Witness



Frank Abbinati, Member

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF ORGANIZATION

International Management & Executive Services, LLC. having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.



International Management & Executive Services, LLC

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