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KALEEL & ASSOCIATES

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KAREN REYNOLDS GRAMENZ
CAROL L. CROZIER

99 DEC 23 AM 11:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
CAROL ANN BERNSTEIN, PARALEGAL
KIM E. DIMOV, PARALEGAL

December 22, 1999

State of Florida
Department of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

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-12/23/99--01071--008
*****78.75 *****78.75

Re: THE ORIGINAL RENZO'S ITALIAN RESTAURANT AND PIZZA II,
INC.

Gentlemen:

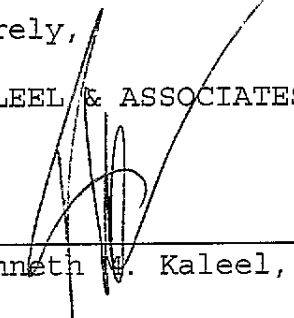
Enclosed is the original and one (1) copy of the Articles of Incorporation regarding the above referenced corporation, together with a check in the amount of \$78.75 representing the following charges:

\$70.00 - Filing Fee; and
\$ 8.75 - Certified Copy of Articles of Incorporation.

Please file the original Articles and return a certified copy of same to this office in the enclosed self-addressed stamped envelope provided herein.

Sincerely,

KALEEL & ASSOCIATES

By: 
Kenneth M. Kaleel, Esquire

KMK/cs
Enclosures
pc: Client
corporat\Lena\aoi.ltr

F. O. 152-207 JAN 3 1999

ARTICLES OF INCORPORATION

OF

THE ORIGINAL RENZO'S ITALIAN RESTAURANT AND PIZZA II, INC.

99 DEC 23 AM 11:06
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I. Name

The name of the corporation shall be: THE ORIGINAL RENZO'S ITALIAN RESTAURANT AND PIZZA II, INC.

Article II. Principal Office

The principal place of business and mailing address of this corporation shall be: 3645 S. Federal Highway, Boynton Beach, Florida 33435.

Article III. Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1000) shares having a par value of one dollar (\$1.00) per share.

Article IV. Initial Registered Agent

The name and address of the initial registered agent is:
Kaleel & Associates, 555 North Congress Avenue, Suite 301, Boynton

Beach, Florida 33426.


Article V. Incorporator

The name and address of the Incorporator to these Articles of Incorporation is: Emanuel Lena, 3645 S. Federal Highway, Boynton Beach, FL 33435.

Article VI. Directors

The name and address of the director of the corporation is: Emanuel Lena, 3645 S. Federal Highway, Boynton Beach, FL 33435.

The undersigned has executed these Articles of Incorporation this 20 day of December, 1999.


Incorporator

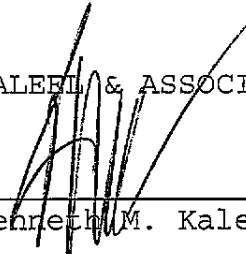
**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned 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: THE ORIGINAL RENZO'S ITALIAN RESTAURANT AND PIZZA II, INC.
2. The name and address of the registered agent and office is: Kaleel & Associates, 555 North Congress Avenue, Suite 301, Boynton Beach, Florida 33426.

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

KALEEL & ASSOCIATES

BY: 
Kenneth M. Kaleel, President

DATED: 12-20-99

99 DEC 23 AM 11:06
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA