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January 25, 2000

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

RE: NANA VETTA'S COUNTRY DINER, INC.

Dear Sir:

Enclosed please find the original and one copy of Articles of Incorporation on the above referenced entity. Please register Old Heidelberg, Inc. as a corporation pursuant to Florida Statutes. Also enclosed is the filing fee of \$122.50. Please provide a certificate of status upon the filing of the corporation.

Yours truly,



Robert G. Hines, Esq.

RGH/tmp

enclosures

FILED
00 JAN 31 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Articles of Incorporation

of

Nana Vetta's Country Diner, Inc.

FILED
00 JAN 31 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the corporation shall be:

NANA VETTA'S COUNTRY DINER, INC.

The principal place of business and mailing address of this corporation shall be:

1821 County Road 951
Naples, Florida 34116

**ARTICLE II
NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock at a par value of \$1.00.

**ARTICLE IV
REGISTERED AGENT**

Initial registered office of the corporation shall be:

4532 Tamiami Trail East
Suite 402
Naples, Florida 34112

and the name of the initial registered agent shall be:

Robert G. Hines

**ARTICLE V
EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

**ARTICLE VII
SPECIAL PROVISION**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

**ARTICLE VIII
ELECTION OF SUBCHAPTER S**

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

**ARTICLE IX
OFFICERS AND DIRECTORS**

The names and street addresses of the initial board of directors, who shall hold office for the first year of the corporation, or until a successor is elected or appointed are:

Kevin Hysler
2140 Harbor Lane
Naples, Florida 34104

Arvetta Renzello
4232 22nd Avenue SW
Naples, Florida 34116

Angie Hysler
2140 Harbor Lane
Naples, Florida 34104

The qualifications for officers and directors and the manner of their admission are to be regulated as set forth in the By-Laws of the Corporation.

**ARTICLE X
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Robert G. Hines
4532 Tamiami Trail East
Suite 402
Naples, Florida 34112

26th IN WITNESS WHEREOF, the undersigned has hereto set forth his hand and seal on this day of January, 2000.


ROBERT G. HINES, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER


The foregoing Articles were acknowledged before me this 26 of January, 2000, by
ROBERT G. HINES who is:

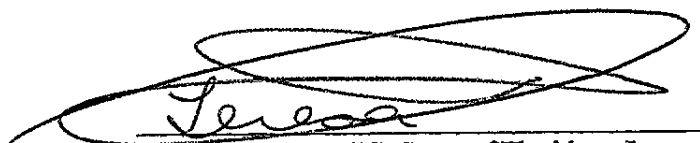
(CHECK ONE)

(☒) Personally known to me, or

() who has produced _____ as identification, and

who did take an oath.


 Teresa Parrow
My Commission CC788541
Expires October 27, 2002



NOTARY PUBLIC, State of Florida at Large

My Commission number is:

My Commission expires:

 Teresa Parrow
My Commission CC788541
Expires October 27, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.


ROBERT G. HINES