Florida Department of State

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FLORIDA PROFIT CORPORATION OR P.A.

VINGIANO ITALIAN RESTAURANT, INC. #3

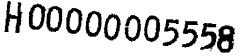
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SECRETARY OF STATE TALLAHASSEE, FLORIDA





ARTICLES OF INCORPORATION

OF

VINGIANO ITALIAN RESTAURANT, INC. #3

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida General Corporation Act.

ARTICLE I

The name of this Corporation shall be:

VINGIANO ITALIAN RESTAURANT, INC. #3

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose for which this Corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 5,000 Shares of Common Stock, par value \$.01 per share.

Prepared by: Raymond M. DiRocco

DiRocco & Dombrow, P.A. 3601 W. Commercial Blvd. #22 Ft. Lauderdale, FL 33309

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ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this Corporation shall begin business shall be determined by the initial Board of Directors.

ARTICLE V

TERM OF EXISTENCE

This Corporation shall exist perpenually.

ARTICLE VI

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of

Florida is:

11995 Southern Blvd., Bay 2 & 3

Royal Palm Beach, FL 33441

and the initial registered agent of this Corporation at that address shall be:

Christopher Vingiano

ARTICLE VII

NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director.

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ARTICLE VIII

The Directors of this Corporation are:

Christopher Vingiano/President/Secretary

ARTICLEIX

INITIAL BOARD OF DIRECTORS

The name and address of the initial member of the Board of Directors is:

Christopher Vingiano 11995 Southern Blvd. Bay 2 & 3 Royal Palm Beach, FL 33411

ARTICLE X

The name and street address of the person signing these Articles of Incorporation is:

Christopher Vingiano 11995 Southern Blvd. Bay 2 & 3 Royal Palm Beach, FL 33411

ARTICLE XI

The street address of the principal place of business is:

11995 Southern Blvd. Bay 2 & 3 Royal Palm Beach, FL 33411

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

In Witness Whereof, I have hereunto subscribed my hand and seal

this 28 day of January, 2000

THE UNDERSIGNED, named as the registered agent in Article VI of these Articles

of Incorporation hereby consents to act as such registered agent.