

RICHARD S. FITZPATRICK

CHARLES B. FITZPATRICK

1923 - 1986

AREA CODE 352

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Fitzpatrick & Fitzpatrick, P.A.

ATTORNEYS AT LAW
213 NORTH APOPKA AVENUE
INVERNESS, FLORIDA 34450-4296

June 29, 2000

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*****78.75 *****78.75

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

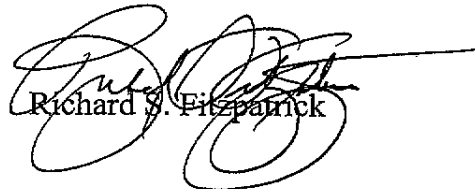
Re: Premier Restaurants, Inc.

Gentlemen:

I enclose herewith an original and one copy of Articles of Incorporation and Certificate Designating Registered Agent for the above profit corporation. My check in the amount of \$ 78.75 payable to the Florida Department of State is enclosed covering the following costs:

Filing Fee	\$ 35.00
Designation of Registered Agent	35.00
Certified Copy (3 pages)	<u>8.75</u>
	\$78.75

Yours very truly,


Richard S. Fitzpatrick

FILED
00 JUL 28 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RSF/glf
Enclosure

T. Burch JUL 28 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 11, 2000

RICHARD S. FITZPATRICK
213 NORTH APOPKA AVE
INVERNESS, FL 34450-4296

SUBJECT: PREMIER RESTAURANTS, INC.
Ref. Number: W00000017332

We have received your document for PREMIER RESTAURANTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 100A00038057

ARTICLES OF INCORPORATION

ALTO FAMILY, INC.

FILED

00 JUL 28 AM 9:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby sets forth his intention to form a corporation under the laws of the State of Florida.

Article 1. Name. The name of this corporation is **ALTO FAMILY, INC.**

Article 2. General Purpose. This corporation is organized for the purpose of transacting any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

Article 3. Capital Stock. This corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

Article 4. Registered Office and Agent. The street address of the principal place of business of this corporation is **5138 South Pointe Drive, Inverness, Florida**, and the name of the initial registered agent of this corporation is **James Altomare**, whose address is **5138 South Pointe Drive, Inverness, Florida 34450**.

Article 5. Initial Board of Directors. This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time in accordance with the provisions of the by laws, but shall never be less than one. The name of the initial director of this corporation is **James Altomare**.

Article 6. Incorporator. The name and address of the person signing these articles is **James Altomare, 5138 South Pointe Drive, Inverness, Florida**.

Article 7. By-Laws. The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and Shareholders of this corporation.

Article 8. Indemnification. The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

Article 9. Amendments. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders or Directors is subject to this reservation.

Article 10. Pre-emptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase at pro-rata share thereof at the price of which it is offered to others.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of July, 2000.


JAMES ALTOMARE

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 26th day of ~~June~~^{July}, 2000, by JAMES ALTOMARE who has produced Florida Driver's License as identification and who did / did not take an oath.


NOTARY PUBLIC



CERTIFICATE
DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That **ALTO FAMILY, INC.**, desiring to organize under the laws of the State of Florida with its principal place of business as indicated in the Articles of Incorporation located at 5138 South Pointe Drive, City of Inverness, County of Citrus, State of Florida, has named **James Altomare**, whose address is 5138 South Pointe Drive, City of Inverness, County of Citrus, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: James Altomare
James Altomare, Registered Agent

00 JUL 28 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED