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LINDA M. WATSON, CPA  
P.O. Box 291190  
PORT ORANGE, FL 32129  
(904) 788-8680  
FAX: (904) 767-5868

FILED

00 AUG 28 AM 9:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

August 23, 2000

EFFECTIVE DATE

9/1/00

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

RE: Soprano's Pizza and Pasta, Inc.

8000003375218-1

-08/28/00-01118-010

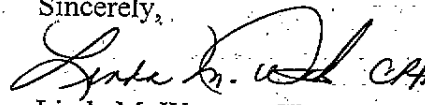
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sirs:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 which covers the filing fee and a certificate. Please forward the certificate to:

James Darin Campbell  
125 S Orchard St.  
Apt. 107  
Ormond Beach, FL 32174

Sincerely,

 CPA

Linda M. Watson, CPA

Feb 2/31

**EFFECTIVE DATE**  
9/1/00

**ARTICLES OF INCORPORATION  
OF**

**Soprano's Pizza and Pasta, Inc.**

**FILED**

**00 AUG 28 AM 9:38**

**SECRETARY OF STATE  
TAMPA, FLORIDA**

The undersigned incorporator hereby makes, subscribes to, acknowledges and files these Articles of Incorporation for the purpose of organizing and incorporating a corporation for profit under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be **Soprano's Pizza and Pasta, Inc.** and it shall be hereinafter referred to as the "corporation".

**ARTICLE II**

The time and date on which corporate existence of this corporation shall begin is 12:01 AM (Eastern Standard Time) on September 1, 2000 and this corporation shall have continuous and perpetual existence thereafter.

**ARTICLE III**

The general purposes for which the corporation is initially organized are as follows:

- a. Any business activity authorized by the laws of the State of Florida.
- b. To transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes (1979) as amended.

**ARTICLE IV**

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares. These shares shall consist of one class only, and such class shall be known as "common stock" or "common shares" of the corporation. Each share will have a par value of \$1.00 per share.

**ARTICLE V**

When a new issue of shares of the corporation is offered by it for sale in which the consideration to be paid for such shares is to be paid in cash, each existing shareholder shall have the preemptive right to purchase his pro-rata number of shares, or fractions thereof, at the price at which such newly issued shares are offered to other persons.

## ARTICLE VI

The street address of the corporation shall be : 621 S. Yonge Street, Ormond Beach, Florida 32174. The street address of the initial registered office of the corporation shall be 621 S. Yonge Street, Ormond Beach, Florida 32174. The name of the official registered agent (who shall be located at such registered office) shall be James Darin Campbell . To signify acceptance of appointment as registered agent, the registered agent named in this Article has signed these Articles pursuant to 607.034, Florida Statutes.

## ARTICLE VII

The number of directors who shall constitute the initial board of directors of the corporation shall be one (1). The name and street address of the person who is to serve as a member of the initial board of directors of the corporation shall be:

Name of Director	Address
James Darin Campbell	621 S. Yonge Street Ormond Beach, Florida 32174

## ARTICLE VIII

The name and address of each incorporator of the corporation is as follows:

Name of Incorporator	Address
James Darin Campbell	621 S. Yonge Street Ormond Beach, Florida 32174

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person who is competent to contract under the laws of the State of Florida, by those present does hereby execute, acknowledge and cause to be delivered to the Florida Department of State these Articles of Incorporation of:

**Soprano's Pizza and Pasta, Inc.**

and we request the Department of State to file these Articles as of the date and time indicated in Article II hereof, in accordance with Chapter 607, Florida Statutes; accordingly, the undersigned incorporator does hereunto set his hand and seal at Volusia County, Florida, this 24 day of August, 2000.

✓ James Darin Campbell  
As Incorporator

✓ James Darin Campbell  
As Registered Agent

## ACKNOWLEDGMENTS

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing Articles of Incorporation of **Soprano's Pizza and Pasta, Inc.** were acknowledged before me by James Darin Campbell, this 24 day of August 2000.



*Karol L. Symonds*  
NOTARY PUBLIC, State of Florida  
At large.

The foregoing Acceptance of Designation of Registered Agent of **Soprano's Pizza and Pasta, Inc.** was acknowledged before me by James Darin Campbell, as Registered Agent, this 24 day of August, 2000.



*Karol L. Symonds*  
NOTARY PUBLIC, State of Florida  
At large  
My commission expires: 8/12/03