

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

PO00000099119

Manhattan's Pizzeria & Italian  
Eatery, Inc.

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-10/20/00--01054--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	00 OCT 20 PM 12:02 RECEIVED DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA
<input checked="" type="checkbox"/>	Cert. Copy	
<input type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	OCT 20 2000 T. SMITH
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	
<input type="checkbox"/>	UCC 11 Search	
<input type="checkbox"/>	UCC 11 Retrieval	
<input type="checkbox"/>	Courier	

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

ARTICLES OF INCORPORATION  
OF  
MANHATTAN'S PIZZERIA & ITALIAN EATERY, INC.

FILED  
00 OCT 20 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I

CORPORATE NAME

The name of the corporation is MANHATTAN'S PIZZERIA & ITALIAN EATERY, INC..

ARTICLE II

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States and Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of these articles.

## **ARTICLE V**

### **REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

Randy Hillman  
203 E. Hillcrest Street  
Orlando, Florida 32801

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

This Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time as provided by the bylaws adopted by the Directors, but shall never be less than one.

## **ARTICLE VII**

### **PRINCIPAL OFFICE OF CORPORATION**

The location of the principal office of the corporation shall be:

10165 University Blvd.  
Orlando, Florida 32817

## **ARTICLE VIII**

### **INITIAL DIRECTORS**

The names of the Initial Director of this Corporation and their street addresses are:

Michael Fiorino  
10165 University Blvd.  
Orlando, Florida 32817

The person named as the Initial Directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever first occurs.

## **ARTICLE IX**

### **INCORPORATOR**

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

Michael Fiorino  
10165 University Blvd.  
Orlando, Florida 32817

## **ARTICLE X**

### **PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase his or her pro rata share of any unissued or treasury shares of the corporation of the same kind, class or series as that which he or she already holds, and any securities of the corporation convertible into or carrying a right to acquire shares of any such unissued or treasury

shares at the price at which it is offered to others.

## ARTICLE XI

### AMENDMENT


This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 18 day of October, 2000.

  
Michael Fiorino

STATE OF FLORIDA )  
COUNTY OF ORANGE )

The foregoing Articles of Incorporation of MANHATTAN'S PIZZERIA & ITALIAN EATERY, INC., acknowledged before me this 18 day of October, 2000, by Randy Hillman, Incorporator, who is personally known to me or who has produced as identification: \_\_\_\_\_ and who did/did not take an oath.

 Randy Hillman  
My Commission CC780207  
Expires August 19, 2002

  
NOTARY PUBLIC  
My Commission Expires:

Acceptance of Service

Having been named to accept service of process for **MANHATTAN'S PIZZERIA & ITALIAN EATERY INC.**, at the place designated in the Articles of Incorporation, RANDY HILLMAN agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

  
\_\_\_\_\_  
RANDY HILLMAN

**FILED**  
00 OCT 20 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA