

P00000102480

TRANSMITTAL LETTER

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

SUBJECT: CANNOLI KITCHEN II, INC  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

000003444250--8  
-10/30/00--01134--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee  
& Certificate of Status

☒ \$78.75 Filing Fee  
& Certified Copy  
☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
**ADDITIONAL COPY REQUIRED**

FROM: CANNOLI KITCHEN II, INC  
Name (Printed or typed)  
3450 S. OCEAN DR.  
Address  
HIGHLAND BEACH, FL. 33481  
City, State & Zip  
561-243-3988  
Daytime Telephone number

FILED  
00 OCT 30 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

CANNOLI KITCHEN II, INC.

ARTICLE I – NAME AND PRINCIPAL OFFICE

The name of the Corporation is CANNOLI KITCHEN II, INC. having its principal office at 3450 South Ocean Drive, Highland Beach, Florida 33487

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ARTICLE II – DURATION

The date when the Corporation's existence shall begin shall be the date of subscription and acknowledgement stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgement hereof, and are subsequently approved by the Secretary of State, and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the office of the Secretary of State and approved. The Corporation shall have perpetual existence.

ARTICLE III – PURPOSE

This Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV – CAPITAL STOCK

This Corporation is authorized to issue ONE HUNDRED (100) shares of \$1.00 Par Value Common stock.

ARTICLE V – PREEMPTIVE RIGHTS

After the initial issue of common stock of this Corporation, 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 his pro rata share of stock of this Corporation (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3450 S. Ocean Drive  
Highland Beach, FL. 33487  
And the name of the initial registered agent of this Corporation is REBECCA R GISMONDI

ARTICLE VII – FIRST BOARD OF DIRECTORS

This Corporation's first Board of Directors shall consist of Two (2) Directors. The number of Directors may be either increased or decreased from time to time by the by-laws, but shall never

be less than One (1). The name and address of the initial Board of Directors of this Corporation are:

REBECCA R GISMONDI  
3450 S. Ocean Drive  
Highland Beach, FL. 33487

ARTURO P GISMONDI  
3450 S. Ocean Drive  
Highland Beach, FL. 33487

#### ARTICLE VIII – INCORPORATOR

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

REBECCA R GISMONDI  
3450 S. Ocean Drive  
Highland Beach, FL. 33487

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this

27<sup>th</sup> day of OCTOBER 2000.

  
INCORPORATOR

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CANNOLI KITCHEN II, INC at the place designated in the Articles of Incorporation, REBECCA R GISMONDI agrees to act in this capacity, and agrees to comply with the Florida State Law relative to keeping open such office.

DATE: 10/27/2000

  
REBECCA R GISMONDI

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