



THE UNITED STATES
CORPORATION
COMPANY

PO0000114451

ACCOUNT NO. : 072100000032

REFERENCE : 931841 8997A

AUTHORIZATION : Patricia Pigato

COST LIMIT : \$ 78.75

FILED
00 DEC 14 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 14, 2000

ORDER TIME : 11:28 AM

ORDER NO. : 931841-005

CUSTOMER NO: 8997A

CUSTOMER: J. Jeffrey Thistle, Esq
Devitt Thistle & Devitt

300003501449--8

30 S. E. 4th Avenue

Delray Beach, FL 33483

DOMESTIC FILING

NAME: SALANGELO RESTAURANT CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

RECEIVED
00 DEC 14 PM 12:21
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2-14

ARTICLES OF INCORPORATION

OF

SALANGELO RESTAURANT CORP.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be as follows:

SALANGELO RESTAURANT CORP.

The address of the principal office of this corporation shall be:

1561 Royal Palm Way, Boca Raton, Florida 33432

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000) shares, all of which shall be common shares with par value of \$1.00.

ARTICLE V

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

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TALLAHASSEE FL 32301

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is as follows:

1561 Royal Palm Way, Boca Raton, Florida 33432

The name of the initial registered agent at such address is as follows:

SALVATORE MAURO

ARTICLE VII

MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation. There shall be no Directors of this corporation

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator is as follows:

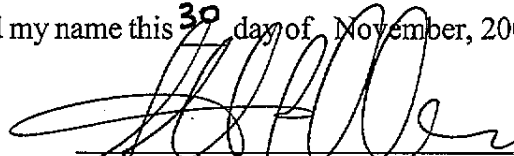
NAME

ADDRESS

SALVATORE MAURO

1561 Royal Palm Way
Boca Raton, Florida 33432

IN WITNESS WHEREOF, I have subscribed my name this ³⁰ day of November, 2000.


SALVATORE MAURO

STATE OF FLORIDA

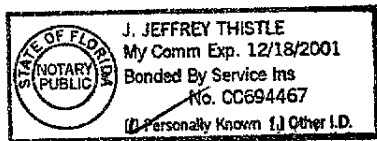
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared SALVATORE MAURO, to me personally known and known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 30th day of November, 2000.

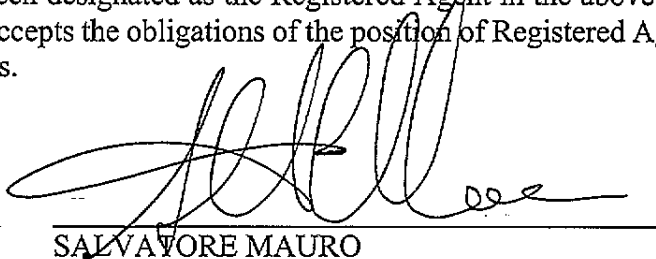

Notary Public

My Commission Expires:



**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

SALVATORE MAURO, having the address identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


SALVATORE MAURO