

CHOWFUNA  
PO1000054451

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

Re: Escarole, Inc. - Articles of Organization

Dear Sir or Madam:

Please accept for filing the enclosed articles of incorporation of Escarole, Inc. I have enclosed an original and two (2) copies of the articles of incorporation and a check for \$87.50 to cover the costs of the Filing Fee, obtaining a Certified Copy and a Certificate of Status.

Please return all requested materials to me at:

600004270856--4  
-05/18/01--01052--001  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Frank Randazzo,  
Chowfuna, LLC  
1228 West Avenue #1513,  
Miami Beach, Florida 33139.  
Phone: 305-538-0644

Sincerely,

Chowfuna, LLC

*FR*  
Frank Randazzo  
Managing Member

Enclosures

509  
W01-11910

FILED  
2001 JUN -4 AM 9:24  
TALLAHASSEE FLORIDA  
DIVISION OF STATE

Chowfuna, LLC, 1228 West Ave #1513, Miami Beach, Florida 33139  
Telephone 305.538.0644 Facsimile 305.673.3562  
Email info@talulaonline.com

*JK* 6/4/01



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

2001 JUN -4 AM 9:24

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

May 24, 2001

CHOWFUNA, LLC  
ATTN: FRANK RANDAZZO  
1228 WEST AVENUE #1513  
MIAMI BEACH, FL 33139

SUBJECT: ESCAROLE, INC.  
Ref. Number: W01000011910

We have received your document for ESCAROLE, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

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) 487-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 701A00032126

ARTICLES OF INCORPORATION  
OF

ESCAROLE, INC.

2001 JUN -4 AM 9:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is Escarole, Inc.

ARTICLE II

The street address of the principal office of the Corporation is 1228 West Avenue #1513, Miami Beach, Florida 33139.

ARTICLE III

The purposes for which the Corporation is organized are to operate a restaurant and to engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE IV

The Corporation shall be authorized to issue two classes of shares: The maximum number of Common Shares this Corporation is authorized to issue is 1,000,000. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote and shall be entitled to receive the net assets of the Corporation on dissolution. The maximum number of Preferred Shares this Corporation is authorized to issue is 100,000. All Preferred Shares shall be identical with each other in every respect and the holders of Preferred Shares shall not be entitled to vote on any matter and shall not be entitled to receive the net assets of the Corporation on dissolution. All Preferred Shares shall be entitled to a preferential distribution of net profits as determined by the Board of Directors of the Corporation in writing before issuance of any Preferred Shares.

ARTICLE V

The initial street address of the Corporation's registered office is 1228 West Avenue #1513, Miami Beach, Florida 33139. The initial registered agent for the Corporation at that address is Frank Randazzo.

ARTICLE VI

The name and street address of the person signing these articles of incorporation are:  
Frank Randazzo, 1228 West Avenue #1513, Miami Beach, Florida 33139.

ARTICLE VII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.

Frank Randazzo 5.29.01  
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Escarole, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position under F.S. 607.0501(3).

Frank Randazzo 5.29.01  
Date

2001 JUN -4 AM 9:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA