

Division of Corporations

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**P01000080306**

Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850)205-0381

From:  
Account Name : SANTOS RIVERA  
Account Number : I20000000169  
Phone : (407)380-5353  
Fax Number : (407)380-7353

**FLORIDA PROFIT CORPORATION OR P.A.**

**VIANCA RESTAURANT, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04 (5)
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. McKnight  
AUG 15 2001

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**ARTICLES OF INCORPORATION  
VIANCA RESTAURANT, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the Corporation shall be: **VIANCA RESTAURANT, INC.**

**ARTICLE II - EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE - III**

The general purpose of the business to be transacted by this Corporation is:

- A. Transact any and all lawful business activities including the operation of restaurants and all other related services. To purchase and sell products and merchandise at retail or wholesale.
- B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the accomplishment of the corporation purposes.
- C. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objectives or the furthermore of any of the purposes enumerated in these Articles of Incorporation or any amendment hereof necessary and incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful manner, pursuit necessary or incidental to the accomplishment of the purposes or objects of this corporation.
- D. The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

**ARTICLE - IV - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

1710 EDGEWATER DRIVE  
ORLANDO, FL 32804

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#### ARTICLE - V - CAPITAL STOCK

This corporation is authorized to have 10,000 shares of \$10.00 par value common stock, which shall be designated common shares.

#### ARTICLE - VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Joseph Hodgkins  
1400 N. Semoran Blvd., Suite G  
Orlando, FL 32807

The registered agent of the corporation may be changed at anytime without an amendment of these Articles.

#### ARTICLE - VII - INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Joseph Hodgkins  
1400 N. Semoran Blvd., Suite G  
Orlando, FL 32807

#### ARTICLE - VIII - DIRECTORS

A Board of one or more Directors shall manage the business and affairs of the corporation. The Board of Directors establishes the number and composition of which Board shall from time to time.

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that the Articles of Incorporation be amended.

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IN WITNESS WHEREOF, the undersigned have hereunto set her hands and seal,  
acknowledged and filed the foregoing Articles of Incorporation under the laws of the  
State of Florida, this 15<sup>th</sup> day of August 2001.

Joseph Hodgkins / PRES.  
Signature/Title

STATE OF FLORIDA  
COUNTY OF ORANGE

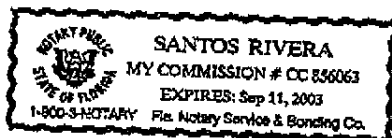
BEFORE ME, the undersigned authority, this day personally appeared Mr.  
Joseph Hodgkins and acknowledged that he executed the foregoing Articles of  
Incorporation.

WITNESS my hand and official seal this 15<sup>th</sup> day of August 2001.

[Signature]  
Notary Public - State of Florida

COMM. #

My commission expires:



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CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED  
OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1 - The name of the corporation is: VIANCA RESTAURANT, INC.

2 - The name and address of the registered agent and office is:

Joseph Hodgkins  
1400 N. Semoran Blvd., Suite G  
Orlando, FL 32807

SIGNATURE Joseph Hodgkins  
(CORPORATE OFFICER)

TITLE PRESIDENT

DATE 8-15-01

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Joseph Hodgkins  
(RESIDENT AGENT)

DATE 8-15-01

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