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ACCOUNT NO. : 072100000032

REFERENCE : 445431 152759A

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 70.00

FILED
2001 AUG 27 PM 3:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : August 27, 2001

ORDER TIME : 1:38 PM

ORDER NO. : 445431-005

CUSTOMER NO: 152759A

CUSTOMER: Lisa M. Schisler, Legal Asst
John A. Nold, P.a.

995 North Collier Boulevard

Marco Island, FL 34145

700004558607--3

DOMESTIC FILING

NAME: RESTO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

RECEIVED
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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
[Signature]

ARTICLES OF INCORPORATION

OF

RESTO, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is RESTO, INC.

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activities or business permitted under the Laws of the United States and Florida, including but not limited to ownership of real estate and operation of a restaurant business and all activities incidental and relating thereto.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having no par value.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 155 First Avenue, Marco Island, County of Collier, State of Florida, and the initial registered agent of this corporation at such office shall be Andre Constantin, who upon accepting this designation agrees to comply with the provisions of Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process. The principal office of this corporation is 155 First Avenue, Marco Island, FL 34145, and the mailing address shall be the same.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one nor more than three. The names and addresses of the

directors consisting of the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Rena Constantin	155 First Avenue, Marco Island, FL 34145
Andre Constantin	155 First Avenue, Marco Island, FL 34145

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TALLAHASSEE FLORIDA

ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Andre Constantin	155 First Avenue, Marco Island, FL 34145



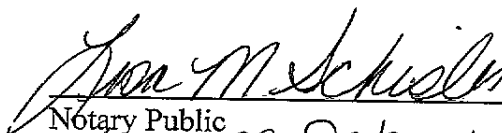
Andre Constantin, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing Articles of Incorporation of RESTO, INC., acknowledged before me, an officer authorized to administer oaths and take acknowledgments, this 24th day of August, 2001, by Andre Constantin, personally known to me, as Incorporator.



My Commission Expires:



Notary Public

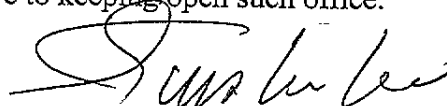
LISA M. SCHISLER

Notary Printed Name

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for RESTO, INC., at the place designated in the Articles of Incorporation, Andre Constantin agrees to act in this capacity, and agrees to comply with the provisions of Florida Statutes relative to keeping open such office.

Dated: August 24, 2001.



Andre Constantin