Edward Alan Brian Attorney at Law 3500 N. State Rd. 7, Suit 437, Lauderdale Lakes, Fl. 33319

TELEPHONE: (954) 714-8764

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September 28, 2001

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

700004617407---7 -10/01/01--01029--004 ****122.50 *****78.75

Re: Incorporation of ITALIAN ART CAFE, INC..

Dear Sir:

Enclosed is an original and a copy of the Articles of Incorporation for the above proposed corporation, together with a designation of registered agent.

Also enclosed is a check payable to the order of Secretary of State in the amount of \$122.50, representing payment of the \$35.00 filing fee, \$52.00 for the certification of incorporation, and \$35.00 for the designation of registered agent.

Very truly yours,

Edward Alan Brian, Esq.

enc.

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SECHETARY OF STATE TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF ITALIAN ART CAFE, INC.

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. CORPORATE NAME & ADDRESS

The name of the corporation shall be:

ITALIAN ART CAFE, INC.

The address of the <u>principal office</u> of this corporation shall be 10841 NW 48 LANE, MIAMI, FL 33178, and the <u>mailing address</u> of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV. REGISTERED AGENT NAME & ADDRESS

The name of the initial registered agent of the corporation shall be:

GENCI SHEHU

The street address of the initial registered office of the corporation shall be

10841 NW 48 LANE, MIAMI, FL 33178

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

NONE

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have three officers and one director held by one person, initially. The name and street address of the initial officers and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

GENCI SHEHU Dir/Pres./Treas./Sec.

10841 NW 48 LANE, MIAMI, FL 33178

ARTICLE VIII. PREEMPTIVE RIGHTS

All shareholders of the corporation shall be vested with full preemptive rights 100T - I AM 8:39

SECRETARY OF STATE TALLAHASSEE FLORIDA

ARTICLE IX. INCORPORATOR

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

GENCI SHEHU 10841 NW 48 LANE, MIAMI, FL 33178

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation this September 28, 2001.

GENCI SHEHU

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Having been designated as the Initial Registered Agent in the above and foregoing Articles to accept service of process on the corporation at the initial registered office designated in these Articles, I am familiar with and hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining to the position of Registered Agent under Section 607.0505, Florida Statutes.

GENCI SHEHU