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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

359

From:

Account Name : MYRA LOUGHRAN
Account Number : I19990000238
Phone : (904)249-8500
Fax Number : (904)249-0841

FLORIDA PROFIT CORPORATION OR P.A.

Sole e Luna, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
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**ARTICLES OF INCORPORATION
OF
SOLE E LUNA, INC.**

ARTICLE I - NAME

The name of this Corporation is Sole e Luna, Inc.

ARTICLE II - NATURE OF BUSINESS

This Corporation will engage in restaurant business, but may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 5,000 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 1266 Beach Boulevard, Jacksonville Beach, Florida 32250. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the member of the first Board of Directors is:

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Frank Carattini
1266 Beach Blvd.
Jacksonville Beach, FL 32250

Terrell Tate
1266 Beach Blvd.
Jacksonville Beach, FL 32250

ARTICLE IX - INCORPORATOR

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

John McE. Miller, Esquire
333 First St. North, Suite 305
Jacksonville Beach, FL 32250

ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

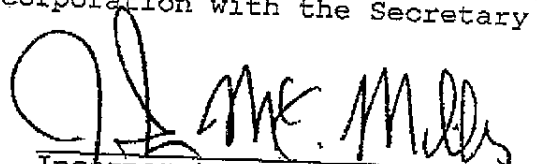
The street address of the initial registered office of this Corporation is 333 First St. N., Suite 305, Jacksonville Beach, Florida 32250 and the name of the initial registered agent of this Corporation at that address is John McE. Miller.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XIII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.

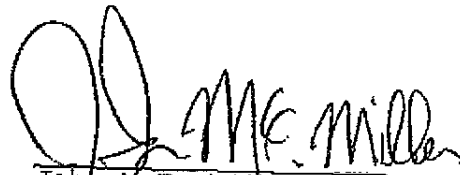

Incorporator

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ACCEPTANCE OF DUTIES AS REGISTERED AGENT

I hereby accept all duties and obligations in acting as
Registered Agent for Sole e Luna, Inc.



John McE. Miller
333 First St. N., Suite 305
Jacksonville Beach, FL 32250
Telephone: (904) 249-8500
Facsimile: (904) 249-0841
Florida Bar No. 516491

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