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Florida Department of State – Div. of Corp.  
409 Gaines Street  
Tallahassee, Florida 32399

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DEC 28 PM 2:49  
DEPT. OF STATE  
TALLAHASSEE, FLORIDA

**RE: ON A ROLL, INC., a Florida Corporation**  
**OUR FILE NO.: CP01-239**

Dear Gentlemen:

Enclosed herein please find certificate of incorporation for On A Roll, Inc., a Florida Corporation, together with our trust account check in the amount of \$78.75 to cover the filing fee. Please furnish the undersigned with a certified copy of same. I have enclosed a self-addressed, stamped envelope for your convenience.

Thank you for your assistance.

Very truly yours,

**JOHN J. MURPHY III, P.A.**

**JOHN J. MURPHY III, ESQ.**

JJM/vms

Enclosures

cc: Client

D. BROWN DEC 3, 1 2001

FILED  
01 DEC 28 PM 2:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**ON A ROLL, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

**ARTICLE ONE**

**NAME**

The name of the corporation is **On A Roll, Inc.**

**ARTICLE TWO**

**PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 1738 Pierce St., Hollywood, Florida 33020.

**ARTICLE THREE**

**CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE FOUR**

**PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To erect, construct, establish, purchase, lease, and otherwise acquire, and to hold, use, equip, outfit, supply, service, maintain, operate, sell, and otherwise dispose of, restaurants, inns, taverns, cafes, cafeterias, grills, automats, buffets, diners, delicatessens, lunch rooms, coffee shops, luncheonettes, ice cream parlors, milk bars, candy stores, soda fountains, bakeries, kitchens, bars, saloons, cocktail lounges, banquet halls, catering establishments, concessions, and other eating and drinking places and establishments of every kind and description, and checkrooms, newsstands, and cigar, cigarette, and tobacco stands and stores, and generally to conduct the business of restaurateurs, caterers, innkeepers, tobacconists, bakers, butchers, cooks, concessionaires, and purveyors, suppliers, preparers, servers, and dispensers of food and drink; and to engage

in all activities, to render all services, and to buy, sell, use, handle, and deal in all fixtures, machinery, apparatus, equipment, accessories, tools, materials, products, and merchandise incidental or related thereto, or of use therein.

To manufacture, produce, treat, purchase, and otherwise acquire, cook, bake, and otherwise prepare, can, bottle, and otherwise package, and exchange, distribute, sell, and otherwise dispose of, handle, market, store, import, export, deal and trade in and with confections, extracts, syrups, food, and food products of every kind and description, coffee, tea, cocoa, wines, liquors, ale, beer, sodas, and other drinks and beverages of every kind and description, ice cubes, crushed and block ice, cigars, cigarettes, tobacco, and smoking supplies; and products, books, newspapers, magazines, and other publications, and all similar, kindred, and allied articles, products, and merchandise.

2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the proceeding business.

3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

#### **ARTICLE FIVE**

#### **CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is one hundred. Such shares shall be of a single class, and shall have no par value.

#### **ARTICLE SIX**

#### **REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is and the name of its initial registered agent at such address is 1738 Pierce St., Hollywood, Florida; Registered Agent: John P. Vassallo.

#### **ARTICLE SEVEN**

#### **DIRECTORS**

The number of directors constituting the corporation's initial board of directors is two. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME  
John P. Vassallo

ADDRESS  
1738 Pierce St  
Hollywood, FL 33020

**ARTICLE EIGHT**  
**INCORPORATORS**

The name and address of each incorporator is:

John P. Vassallo

1738 Pierce St  
Hollywood, FL 33020

**ARTICLE NINE**  
**NAMES AND ADDRESSES OF SUBSCRIBERS**

The name and post office address of each subscriber and the number of shares of stock which each agrees to take are:

NAME  
John P. Vassallo

ADDRESS  
1738 Pierce St  
Hollywood, FL 33020

SHARES

Executed by the undersigned on the 27 day of Dec, 2001.

WITNESSES:

Printed Name John J. Murphy

Victoria Morales

Printed Name VICTORIA MORALES

John P. Vassallo  
John P. Vassallo

State of Florida

County of Broward

I hereby certify that on this day, before me an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements, personally appeared before me John P. Vassallo, who is personally known to me or produced FI O/L as identification.



John J. Murphy  
MY COMMISSION # CC745206 EXPIRES  
September 24, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT REGISTERED OFFICE**

**FILED**  
01 DEC 28 PM 2:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**PURSUANT TO THE PROVISIONS OF FS § 607.0501 or FS § 617.0501, 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 **On A Roll, Inc.**

2. The name and address of the registered agent and office is John P. Vassallo, 1738 Pierce St., Hollywood, Florida 33020. 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.

  
**John P. Vassallo**