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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
02 JAN 25 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Subject: Bruno's Café Italiano, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for Seventy Eight Dollars and Seventy Five Cents (\$78.75) for the filing fee, registration of the agent and a certificate.

From: Bruno Lucidi
1571 Monica Joy Circle
Longwood, Florida 32779

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*****78.75 *****78.75

ajc/31

**ARTICLES OF INCORPORATION
OF
BRUNO'S CAFÉ ITALIANO, INC.**

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

Article I NAME

The name of the corporation is:

BRUNO'S CAFÉ ITALIANO, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business of the corporation shall be located at 7571 W. Hwy 192, Kissimmee, FL 34747. The mailing address is 1571 Monica Joy Circle, Longwood, Florida 32779.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares having par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors. Common Stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans with the provisions of Section 1244 of the Internal Revenue Code of 1954.

**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Name: Bruno Lucidi

Address: 1571 Monica Joy Circle, Longwood, Florida 32779. The mailing address is 1571 Monica Joy Circle, Longwood, Florida 32779.

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ARTICLE V INCORPORATOR

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

Name: Bruno Lucidi

Address: 1571 Monica Joy Circle, Longwood, Florida 32779.

ARTICLE VI INITIAL BOARD OF DIRECTIORS

The corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the corporation. The name and street address of the director who shall hold office for the first year of existence of the corporation or until his successors are elected or appointed and have qualified are:

*Name
Bruno Lucidi*

*Address
1571 Monica Joy Circle
Longwood, Florida 32779*

ARTICLE VII AMENDMENT

The Corporation will indemnify Bruno Lucidi and anyone who enters into a contract on behalf of this corporation as long as the Board of Directors has approved the contract.

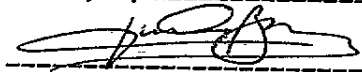
These Articles of Incorporation may be altered or amended by a resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of the majority of the shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

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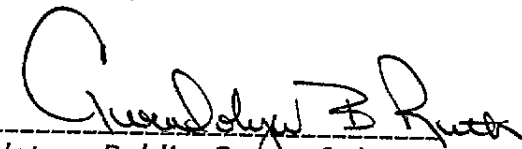
The undersigned incorporator has executed these Articles of Incorporation this 23rd day of JAN, 2002.



Bruno Lucidi, Incorporator

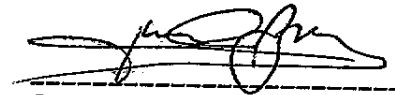
State of Florida
County of Osceola

The forgoing Articles of Incorporation were acknowledged before me this 23rd day of JAN, 2002, by Bruno Lucidi.



Notary Public, State of Florida

I, Bruno Lucidi, do hereby agree to serve as the corporation's registered agent pursuant to Article IV of the foregoing Articles of Incorporation.



Bruno Lucidi