

Sam C. Caliendo ATTORNEY AT LAW

PO2000036323

March 26, 2002

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

300005173943--8
-03/28/02-01027-017
*****78.85 *****78.75

Re: Espositos' Gourmet Café, Inc.

Dear Sirs:

Enclosed please find my check in the amount of \$78.85 which is \$35.00 for the filing fee, \$35.00 for the registered agent designation and \$8.75 for a certified copy, along with the executed articles of incorporation, to file the above referenced corporation. Please return the certificate of incorporation and the articles to the undersigned upon filing.

Thank you for your attention to this matter.

Sincerely



Sam C. Caliendo

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 MAR 28 PM 3:27

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 28 PM 3:27

ARTICLES OF INCORPORATION
OF
ESPOSITOS' GOURMET CAFE, INC.

ARTICLE I

NAME OF CORPORATION AND CORPORATE ADDRESS

The name of this corporation is: ESPOSITOS' GOURMET CAFE, INC. and the corporate address is: 20405 Hacienda Court, Boca Raton, FL 33499.

ARTICLE II

DURATION

This corporation has perpetual existence unless otherwise specified in these Articles of Incorporation.

ARTICLE III

PURPOSES

This corporation is organized for the purpose of transacting any and all business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation is: 20405 Hacienda Court, Boca Raton, FL

33499 and the Registered agent at that address is: Tracy Inganamort..

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be increased from time to time by the By-Laws but shall never be less than One (1) nor more than Seven (7). The name and address of the initial Directors of this corporation is:

Tracy Inganamort
20405 Hacienda Court
Boca Raton, FL 33499

ARTICLE VII

INCORPORATION

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

Tracy Inganamort
20405 Hacienda Court
Boca Raton, FL 33499

ARTICLE VIII

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE IX

INITIAL ISSUE OF STOCK

<u>Name</u>	<u>Shares</u>
Tracy Inganamort	-500-

ARTICLE X

APPROVAL OF SHAREHOLDERS FOR MERGER

The approval of the shareholders of this corporation to any plan or merger will be required in every case, whether or not such approval is required by law.

ARTICLE XI

MEETINGS BY CONFERENCE

Members of the Board of Directors may participate in special meetings by conference telephone, as provided by law, but regular meetings of the Board of Directors must be attended in fact, in person, by each Director.

ARTICLE XII

AMENDMENT

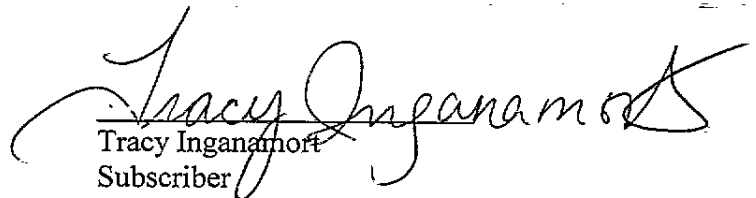
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII

INDEMNIFICATION

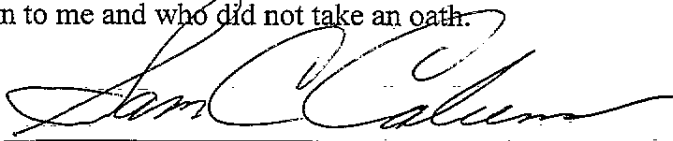
This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 26 day of March, 2002.


Tracy Inganamort
Subscriber

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 26 day of March 2002, by Tracy Inganamort who is personally known to me and who did not take an oath.



NOTARY PUBLIC, STATE OF FLORIDA

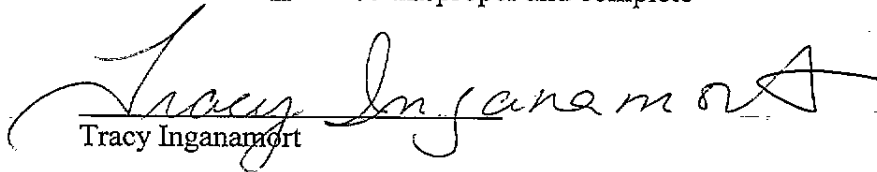
My Commission Expires:



Sam C. Caliendo
Commission # DD081831
Expires Jan. 27, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Tracy Inganamort

Address: 20405 Hacienda Court
Boca Raton, FL 33499