

CARDILLO, KEITH & BONAQUIST

A Professional Association of Attorneys and Counselors at Law

Dedicated to Client Service

John P. Cardillo

William D. Keith

Board Certified Civil Trial Lawyer

Board Certified Business Litigation Lawyer

Certified Civil Trial Advocate - NBTA

James A. Bonaquist, Jr.

Scott C. Rowland

Christopher Marsala

3550 East Tamiami Trail
Naples, Florida 34112-4999

(239) 774-2229 Phone

(239) 774-2494 Fax

ckblaw@ckblaw.com E-mail

www.ckblaw.com Website

May 29, 2002

Via Overnight Delivery

Secretary of State

Division of Corporations

The Capitol

Tallahassee, FL 32304

Re: MARSALA PIZZA OF BONITA, INC.
MARSALA PIZZA OF ESTERO, INC.

Dear Sir or Madam:

Enclosed are an original and one copy of the Articles of Incorporation for **MARSALA PIZZA OF BONITA, INC. and MARSALA PIZZA OF ESTERO, INC.**, an original and one copy of the Certificate Designating Place of Business or Domicile for the Service of Process Within this State, Naming Agent upon Whom Process May be Served, and two checks in the amount of \$78.75 each which represent the following fees:

Filing fee	\$35.00
Certified copy	\$ 8.75
Registered Agent fee	<u>\$35.00</u>

TOTAL \$78.75

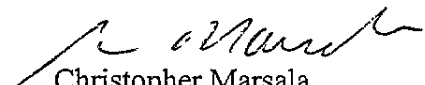
900005664799--4
-06/03/02--01053--002
*****78.75 *****78.75

Please file the original of the enclosed documents and return a certified copy of each to the undersigned in the self-addressed, stamped envelope provided.

Thank you for your prompt attention to this matter.

Very truly yours,

CARDILLO, KEITH & BONAQUIST, P.A.


Christopher Marsala

CM:cm

Enclosures

cc/enc.:

02 JUN -3 AM 8:58
SECRETARY OF STATE
DIVISION OF CORPORATIONS

T. SMITH JUN 04 2002

5

Articles of Incorporation
of
MARSALA PIZZA OF ESTERO, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN - 3 AM 8:58

ARTICLE I

The name of this corporation shall be: MARSALA PIZZA OF ESTERO, INC.

ARTICLE II

The corporation may engage in any activity or business and perform all of the powers and privileges granted corporations under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be ONE THOUSAND (1000) shares with a par value of One Dollar (\$1.00) and shall be classified as follows:

Series A	Voting	Shares
----------	--------	--------

ARTICLE IV

This corporation shall begin business with a capital of not less than ONE THOUSAND (\$1000.00).

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The name and address of the corporation's initial registered agent is:

Christopher Marsala, Esq.
3550 E. Tamiami Trail
Naples Florida 34112

ARTICLE VII

The principal place of business of this corporation shall be located at 20321 Grande Oaks Shoppes Drive, Suite 300, Estero Florida 33928, and may have such other places of business within and without the State of Florida, or in foreign countries as may be necessary or convenient, and as may be determined by the Board of Directors of this corporation.

ARTICLE VIII

The business of this corporation shall be conducted by the Board of Directors, which shall number no less than one (1), nor more than five (5), with the exact number to be determined by the By-Laws of the corporation.

ARTICLE IX

The Director of this corporation who should hold office unless otherwise provided in the duly adopted By-Laws of this corporation for the first year of existence of the corporation or until successors are elected and qualified, is as follows:

Christopher Marsala, Esq.
3550 E. Tamiami Trail
Naples Florida 34112

ARTICLE X

The name(s) and post office address(es) of the President, who shall hold office for the first year of existence of the corporation, or until their successors are elected pursuant to the corporation By-Laws are as follows:

President: Christopher Marsala, Esq.
3550 E. Tamiami Trail
Naples Florida 34112

ARTICLE XI

The name and address of the subscriber of these Articles of Incorporation is as follows:

Christopher Marsala, Esq.
3550 E. Tamiami Trail
Naples Florida 34112

, the undersigned, being the original subscriber and incorporator of the foregoing corporation,
does hereby certify that the foregoing constitutes the charter of the above corporation.

Witness my hand and seal this 29th day of May, 2002.



STATE OF FLORIDA,
COUNTY OF COLLIER,

Before me, the undersigned Notary Public, personally appeared Christopher Marsala, known to me to be the person described in and who executed and subscribed to the foregoing Articles of Marsala Pizza of Estero, Inc., Incorporation, and acknowledged before me that executed and subscribed to the same for the purposes therein expressed.

Subscribed and sworn to before me on this _____ day of May, 2002.

NOTARY PUBLIC

Printed Name:

Commission Number:

My Commission Expires:

(SEAL)

CHRISTOPHER MARSALA, Esq.

(Florida Bar # 0936766)

CARDILLO, KEITH & BONAQUIST, P.A.

Attorneys at Law

3550 East Tamiami Trail

Naples, FL 34112-4999

Phone: (239) 774-2229

Fax: (239) 774-2494

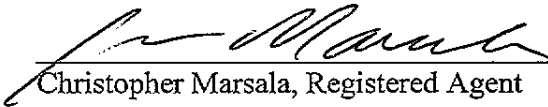
**Certificate Designating Place of Business or Domicile for the Service of
Process Within this State, Naming Agent upon Whom Process May Be Served**

Pursuant to the provisions of Sections 48.091 and 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits as follows:

1. That Marsala Pizza of Estero, Inc., desiring to organize under the laws of the State of Florida with its principal place of business as indicated in the Articles of Incorporation at 20321 Grande Oakes Shoppes Drive, Suite 300, Estero Florida 33928 Estero Florida, County of Lee, State of Florida, has named, Christopher Marsala, Esq. 3550 E. Tamiami Trail Naples Florida 34112 , County of Collier, State of Florida, as its Registered Agent to accept service of process within the State of Florida.

By: 
Christopher Marsala, Incorporator

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of the position of Registered Agent.


Christopher Marsala, Registered Agent

02 JUN - 3 AM 8:58
SECRETARY OF STATE
DIVISION OF CORPORATIONS