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# Florida Department of State

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From:

Account Name : G.W.S. SIMPSON III, P.A.  
Account Number : I19980000074  
Phone : (386) 427-2360  
Fax Number : (386) 423-5640

## FLORIDA PROFIT CORPORATION OR P.A.

Vincenzo's Italian Restaurant, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION**

The undersigned incorporator, for the purpose of forming a corporation under the FLORIDA BUSINESS CORPORATION ACT, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME:** The name of this corporation shall be: **Vincenzo's Italian Restaurant, Inc.**

**ARTICLE II - PRINCIPAL OFFICE:** The principal place of business and mailing address of this corporation shall be: **410 Flagler Avenue, New Smyrna Beach, Florida 32169.**

**ARTICLE III - SHARES:** The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of No Par Value voting common stock which shall be designated "Voting Common Stock".

**ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS:** The name and Florida street address of the initial registered agent are: **Carolyn Gregoire, 410 Flagler Avenue, New Smyrna Beach, Florida 32169.**

**ARTICLE V - INCORPORATORS:** The name and address of the incorporator to these Articles of Incorporation is: **Carolyn Gregoire, 410 Flagler Avenue, New Smyrna Beach, Florida 32169.**

**ARTICLE VI - INITIAL DIRECTORS AND OFFICERS:** This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time as set forth in the By-laws. The name and address of the initial member of the Board of Directors is **Mary Baluta, 36 Shawnee Valley Drive, East Stroudsburg, Pennsylvania 18301.** The corporation shall have a President two (2) vice presidents, a treasurer, and a secretary. The initial officers and their addresses are:

**President-** Mary Baluta, 36 Shawnee Valley Drive, East Stroudsburg, Pennsylvania 18301.

**Vice President-** Brian T. Baluta, 410 Flagler Avenue, New Smyrna Beach, Florida 32169.

**Vice President-** Carolyn A. Gregoire, 649 Middlebury Loop, New Smyrna Beach, Florida 32168.

**Secretary-** Carolyn A. Gregoire, 649 Middlebury Loop, New Smyrna Beach, Florida 32168.

**Treasurer-** Brian T. Baluta, 410 Flagler Avenue, New Smyrna Beach, Florida 32169.

**ARTICLE VII - INDEMNIFICATION:** The corporation shall indemnify any officer or director, or any former officer or director, to the full extent allowed by law.

**ARTICLE VIII - DURATION:** This corporation shall have perpetual existence commencing September 3, 2002.

**ARTICLE IX - PRE-EMPTIVE RIGHTS:** Every shareholder, upon the sale for cash or equivalent of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof even if it requires the issuance of fractional shares, at the price at which it is offered to others.

**ARTICLE X - AMENDMENT:** This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

*Carolyn Gregoire* Dated the 3 day of September, 2002.  
Carolyn Gregoire

Having been named 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.

*Carolyn Gregoire* Dated the 3 day of September, 2002.  
Carolyn Gregoire

Prepared by G.W.S. SIMPSON III, P.A.; FI Bar #0486345  
431 Canal St., New Smyrna Beach, FL 32169  
(386) 427-2360, fax: (386) 423-5840

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