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(Requestor's Name)

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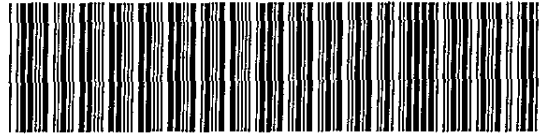
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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11/13/03

LAW OFFICES OF
BRADFORD J. BEILLY, P.A.
400 SOUTHEAST 18TH STREET
FORT LAUDERDALE, FLORIDA 33316-2820

(954) 763-7000

December 27, 2002

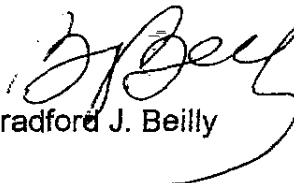
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

Re: Articles of Incorporation

Dear Sir or Madam:

Enclosed please find Articles of Incorporation of Gino D's, Inc., along with my operating account check in the amount of \$70 for filing without certified copies.

Very truly yours,


Bradford J. Beilly

BJB/pm

**ARTICLES OF INCORPORATION
OF
GINO D'S , INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be: **GINO D'S, INC.**

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 2249 W. Hillsboro Blvd., Deerfield Beach, Florida 33442.

**ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be One Thousand (1,000) shares of common stock, par value \$.001 per share.

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TALLAHASSEE, FLORIDA

**ARTICLE V
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA**

The street address of the initial registered office of the corporation is 2249 W. Hillsboro Blvd., Deerfield Beach, Florida 33442, and the name of its initial registered agent at such address is Bradford J. Beilly.

**ARTICLE VII
BOARD OF DIRECTORS**

This Corporation shall have up to three Directors, having one (1) Director initially.

**ARTICLE VIII
INITIAL DIRECTOR**

The name and address of the initial Director of this Corporation is: Kenia Reyes who shall hold office as the initial Director for the first year of existence of this Corporation, or until his successor or additional Directors are elected or appointed and have been qualified, whichever occurs first.

**ARTICLE IX
INITIAL OFFICERS**

The initial officers of the corporation shall be:

Kenia Reyes - President, Secretary, Treasurer
Paul Antish - Vice President

**ARTICLE X
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is Kenia Reyes, 4421 N.W. 42 Street, Coconut Creek, Florida 33073.

**ARTICLE XI
INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

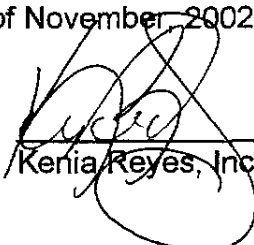
**ARTICLE XII
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE XIII
CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 26 day of November, 2002



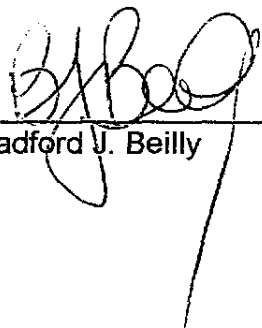
Kenia Reyes, Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

Gino D's, Inc., a corporation existing under the laws of the State of Florida with its principal office and mailing address at, 2249 W. Hillsboro Blvd., Deerfield Beach, Florida 33442, has named Bradford J. Beilly, 400 S.E. 18 Street, Fort Lauderdale, Florida 33316, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



Bradford J. Beilly

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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