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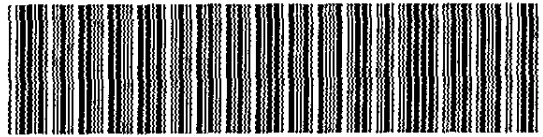
(Business Entity Name)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 MAR 24 PM 3:53

3-28-03

TRANSMITTAL LETTER

March 26 , 2003

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

SUBJECT: GRAZIELA, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

Return to:

FROM: F. B. ESTERGREN, P.A.  
Name (Printed or typed)

P.O. DRAWER 2167  
Address

FT. WALTON BEACH, FL 32549  
City, State & Zip

1 850 243 0139 or 1 850 830 4268  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
GRAZIELA, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 MAR 24 PM 3:53

ARTICLE I - NAME:

The name of this corporation is: GRAZIELA, INC.,  
hereinafter referred to as the "Corporation".

ARTICLE II - DURATION:

The Corporation shall exist perpetually, commencing upon  
the filing of the Articles of Incorporation with the Department  
of State.

ARTICLE III - PURPOSE:

The Corporation is organized for the purpose of engaging in  
the Restaurant business and for the purpose of transacting  
any or all other lawful business not inconsistent with Laws of  
the State of Florida.

ARTICLE IV - CAPITAL STOCK:

The Corporation is authorized to issue 100,000 shares of One  
Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS:

Every shareholder, upon the issuance of any new stock of  
the same kind, class or series as that which he or she already holds,  
whether for or without consideration, including but not limited to new  
stock issued as compensation to directors, officers, agents or employees  
of the corporation or to satisfy conversion or option rights; shall  
have the right to purchase his or her pro-rata share thereof (as nearly  
as may be done without the issuance of fractional shares) at the same  
price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT:

The principal office and street address of the Corporation is: 488 Captains Circle, Destin, Florida 32541 and the mailing address is: 488 Captains Circle, Destin, Florida, 32541.

The name of the Registered Agent of the Corporation and the address of the registered agent and registered office of the Corporation is: 488 Captains Circle, Destin, FL 32541.

ARTICLE VII - INITIAL BOARD OF DIRECTORS:

The Corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial director of the Corporation are: KIM GUILIANO, 488 Captains Circle, Destin, FL 32541.

FRANK GUILIANO, 488 Captains Circle, Destin, FL 32541.

ARTICLE VIII - INCORPORATOR:

The name and address of the person signing these Articles is: KIM GUILIANO, 488 Captains Circle, Destin, FL 32541.

ARTICLE IX - BY-LAWS:

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

ARTICLE X - SECTION 1244 STOCK:

It is the intent of this Charter that the directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1243-1244, inclusive, of the Internal Revenue Code of 1954 as amended.

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Having been named as registered agent to accept service of process for the above named corporation at the place designated in these Articles, I am familiar with and accept appointment as registered agent and agree to act in this capacity.

Kim Guiliano

Registered Agent-Kim Guiliano

3/20/03

Date

Kim Guiliano

Incorporator-Kim Guiliano

3/20/03

Date