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TS  
11/18/03

MARK FRANZONI  
XPRESS, INC.  
85. SAILFISH DR. E.  
ATLANTIC BEACH, FL 32233

November 6, 2003

Hon. Glenda Hood  
ATT: Corporate Records  
P.O. Box 6327  
Tallahassee, Fl 32314

RE: MILANOS AT THE BEACH, INC.

Dear Madam:

Enclosed please find the original Articles of Incorporation for the above referenced corporation.

Also, please find a check in the amount of \$70.00 for filing of same. Your assistance in this matter is greatly appreciated.

If you have any questions, feel free to call (904) 249-9399.

Yours truly,



Mark Franzoni

STANTON SHEALY  
MILANO'S AT THE BEACHES, LLC.  
325 NINTH AVE. N.  
JACKSONVILLE BEACH, FL 32250

November 6, 2003

Hon. Glenda Hood  
ATT: Corporate Records  
P.O. Box 6327  
Tallahassee, Fl 32314

### AFFIDAVIT


I, STANTON SHEALY, PRESIDENT, HEREBY RELEASE ALL CLAIMS TO THE NAME "MILANO'S AT THE BEACHES, LLC" TO ROBERT BATTISTIC. HE INTENDS TO INCORPORATE THAT NAME WITH THE STATE OF FLORIDA AND HAS COMPENSATED ME FOR ALL RIGHTS TO THAT NAME. I HAVE SOLD THE ASSETS OF THE BUSINESS, WHICH INCLUDES THE NAME.

  
STANTON SEALY

STATE OF FLORIDA  
COUNTY OF DUVAL

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared STANTON SEALY, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form    of identification of the above named person: FL 01 and that an oath (was) (was not) taken.

Subscribed and sworn to before me at Atlantic Beach in the State and County above, this 6 day of November, 2003.

  
NOTARY PUBLIC, State of  
Florida at Large  
My Commission Expires:



Jennifer Medina  
Commission #DD168532  
Expires: Dec 02, 2006  
Bonded Thru  
Atlantic Bonding Co., Inc.

ARTICLES OF INCORPORATION  
OF  
MILANOS AT THE BEACH, INC.

I, the undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

MILANOS AT THE BEACH, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be:

325 NINTH AVE. N., JACKSONVILLE BEACH, FL 32250

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE V - CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 100 shares of ONE DOLLAR (\$1.00) par value common stock which will be designated as "Common Shares."

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ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of this Corporation shall be:

ROBERT BATTISTIC  
325 NINTH AVE. N..  
JACKSONVILLE BEACH, FL 32250

ARTICLE VIII - BOARD OF DIRECTORS

This Corporation shall have no directors, initially. The affairs of the Corporation will be managed by the shareholders until such time directors are designated as provided by the Bylaws.

ARTICLE IX - INCORPORATORS

The name and address of the Incorporator signing these Articles is:

ROBERT BATTISTIC  
325 NINTH AVE. N..  
JACKSONVILLE BEACH, FL 32250

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or appeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 6 day of November, 2003.

  
ROBERT BATTISTIC

STATE OF FLORIDA  
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared ROBERT BATTISTIC, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 6 day of November, 2003.

  
NOTARY PUBLIC, State of  
Florida at Large  
My Commission Expires:



Jennifer Medina  
Commission #DD168532  
Expires: Dec 02, 2006  
Bonded Thru  
Atlantic Bonding Co., Inc.

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that **MILANOS AT THE BEACH, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 325 NINTH AVE. N., JACKSONVILLE BEACH, FL 32250, has named ROBERT BATTISTIC as its agent to accept service of process within Florida.

Dated: 6 NOV 03

  
ROBERT BATTISTIC

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

  
ROBERT BATTISTIC  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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