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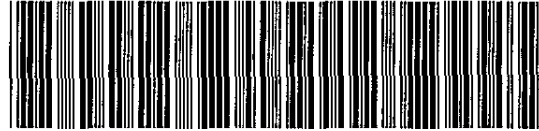
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44 1613



CORPORATION SERVICE COMPANY'

ACCOUNT NO. : 072100000032

REFERENCE : 712766 6475A

AUTHORIZATION :

Patricia Figueira

COST LIMIT : \$ 78.75

ORDER DATE : June 3, 2004

ORDER TIME : 11:10 AM

ORDER NO. : 712766-005

CUSTOMER NO: 6475A

CUSTOMER: Ms. Cindy Clark
Atkinson Diner Stone Mankuta
& Ploucha, P.a.
1946 Tyler Street

Hollywood, FL 33020

DOMESTIC FILING

NAME: CARMINE & SHEILA'S INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
OF
CARMINE & SHEILA'S, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is CARMINE & SHEILA'S, INC.

ARTICLE II

MAILING ADDRESS

The mailing address of this corporation is:

2401 PGA Boulevard, Suite 172

Palm Beach Gardens, FL 33410

ARTICLE III

DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation by the Department of State.

ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI
VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT


The street address of the initial registered office of this corporation is 1946 Tyler Street, Hollywood, Florida 33020, and the name of the initial registered agent of this corporation at that address is ADELE I. STONE.

ARTICLE X
INCORPORATOR

The name and address of the Incorporator is:

ADELE I. STONE
1946 Tyler Street
Hollywood, FL 33020


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 2nd day of June, 2004.


ADELE I. STONE, Incorporator


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

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

FIRST - - That CARMINE & SHEILA'S, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2401 PGA Boulevard, Suite 172, Palm Beach Gardens, Florida 33410, has named ADELE I. STONE, located at 1946 Tyler Street, Hollywood, Florida 33020, as its agent to accept service of process within the State of Florida.

SIGNATURE: 
ADELE I. STONE
TITLE: Incorporator
DATE: 6/2/04

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 I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE: 
ADELE I. STONE
Registered Agent
DATE: 6/2/04

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