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ARTICLES OF INCORPORATION

<u>OF</u>

VINNY'S PIZZERIA & PASTA GRILL, INC.



ARTICLE I – Name and Principal Office

The name of this Corporation is **VINNY'S PIZZERIA & PASTA GRILL, INC.** The principal office and mailing address of this Corporation is **13477 S. BELCHER ROAD, LARGO, FL 33771**.

ARTICLE II – Duration

This Corporation shall have perpetual existence.

ARTICLE III - Purpose

This Corporation is organized to include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as presently enacted, and as it may be amended from time to time.

ARTICLE IV - Capital Stock

This Corporation shall be authorized to issue a total of One Thousand (1,000) shares of common stock, with a par value of One Cent (\$.01) per share. All shares shall be fully paid and non-assessable.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 611 DRUID ROAD EAST, SUITE 710, CLEARWATER, FL 33756, and the name of the initial registered agent of this Corporation at that address is EDWARD C. CASTAGNA, JR.

Prepared By: Edward C. Castagna, Jr., Esq. 611 Druid Road East Suite 710 Clearwater, FL 33756 (727) 446-6699

ARTICLE VI - Initial Board of Directors

This Corporation shall have one (1) Director initially. The number of Directors may either be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

Name Address

Vincent Lopez, Jr. 18650 Gulf Blvd., #408 Indian Shores, FL 33785

ARTICLE VII - Incorporator

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

Name Address

Vincent Lopez, Jr. 18650 Gulf Blvd., #408 Indian Shores, FL 33785

ARTICLE VIII - Indemnification

This Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE IX - Amendments

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholder(s) is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of December, 2006.

Vincent Lopez, Jr

CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to Section 48.091, <u>Florida Statutes</u>, **VINNY'S PIZZERIA & PASTA GRILL, INC.**, desiring to organize under the laws of the State of Florida, hereby designates EDWARD C. CASTAGNA, JR., located at 611 DRUID ROAD EAST, SUITE 710, CLEARWATER, FL 33756, as its Registered Agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as Registered Agent to accept service of process for the above named Corporation, at the place designated above, and agrees to comply with the provisions of Section 48.091(2), Florida Statutes, relative to maintaining an office for the service of process.

Edward C. Castagna, fr.

Dated: December 13, 2006

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SEVENTIARY OF STATE