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LAW OFFICES  
OF  
ROBERT BRIAN ROEMER, P.A.

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PALM BEACH GARDENS, FL 33418

VIA AIRBORNE EXPRESS

January 27, 1995

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-01/31/95--01004--014  
\*\*\*122.50 \*\*\*122.50

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 33309

RE: ROCCO NAPOLI, JR., INC.

EFFECTIVE DATE  
1-25-95

Dear Sir:

Enclosed please find a check in the amount of \$122.50 for the filing of the Articles of Incorporation.

Please return one certified copy of the Articles of Incorporation in the stamped, addressed envelope provided for your convenience.

If for any reason these Articles cannot be recorded, due to error or correction, please telephone us at (407) 626-9555.

Thank you for your courtesy and cooperation in this matter.

Most Sincerely,

Robert Brian Roemer

Enclosures

FILED  
1995 JAN 30 AM 11:23  
TALLAHASSEE, FL 32304

2/02/95  
P95-8754

**ARTICLES OF INCORPORATION**

**OF**

**ROCCO NAPOLI, JR., INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE ONE**

1.01 The name of this corporation is **ROCCO NAPOLI, JR., INC.**

**ARTICLE TWO**

2.01 The corporation is to have perpetual existence.

**ARTICLE THREE**

3.01 The purpose for which the corporation is organized is to manage, own, and operate a restaurant. The Corporation may engage in the stated business or specific profession and in any other transaction or business, permitted under the laws of the United States and of this State.

**EFFECTIVE DATE**

**ARTICLE FOUR**

1-25-95

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 100, all of which shall be common shares with a par value of \$1.00 per share.

4.02 The minimum amount of paid-in capital with which the corporation shall begin business shall be not less than One Hundred Dollars (\$100.00).

**ARTICLE FIVE**

5.01 The street address of the initial corporate office of the corporation is 2880 N. Oakland Forest Dr., <sup>7308</sup> Ft. Lauderdale, Florida 33309.

5.02 The name and address of the initial Registered Agent for this corporation to accept service of process within the State of Florida is ROCCO NAPOLI, JR., 2880 N. Oakland Forest Drive. #708, Ft. Lauderdale, Florida 33309.

**ARTICLE SIX**

6.01 The name and address of the incorporator of this corporation is ROCCO NAPOLI, JR., 2880 N. Oakland Forest Drive, #308, Ft. Lauderdale, Florida 33309.

6.02 Said incorporator is over the age of eighteen (18) years; is sui juris, and is a citizen of the United States.

#### ARTICLE SEVEN

7.01 (1) director shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The name and address of the member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
ROCCO NAPOLI, JR.	2880 N. Oakland Forest Drive #308 Ft. Lauderdale, Florida 33309

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#### ARTICLE EIGHT

8.01 Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

#### ARTICLE NINE

9.01 The effective date of this corporation shall be January 25, 1995, which is the date of execution hereof.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 25th day of January, 1995.

By Rocco Napoli, Jr.  
ROCCO NAPOLI, JR.  
Incorporator

#### ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address) in some conspicuous place in such office as required by law.

By Rocco Napoli, Jr.  
ROCCO NAPOLI, JR.  
Registered Agent