

LAW OFFICES OF
MARC J. POSTELNEK

P95000048558

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FINANCIAL FEDERAL BUILDING
407 LINCOLN ROAD
MIAMI BEACH, FLORIDA 33139
DADE (305) 538-7210
BROWARD (305) 980-0863
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June 12, 1995

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-06/19/95--01023--021
***122.50 ***122.50

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

RE: Articles of Incorporation for:
THIROTTLER TEAM CORP.

Gentlemen:

Enclosed herewith you will please find Articles of Incorporation for **THIROTTLER TEAM CORP.**, along with my check payable to the Secretary of State in the amount of \$122.50. Please file the Articles and return a certified copy of same to this office.

Thank you for your attention to this matter. If you have any questions, please feel free to contact me.

Very truly yours,


MARC POSTELNEK

MP:cm
Enclosures

FILED
65 JUN 19 PM 6 11
TALLAHASSEE, FLORIDA

SAB
6/21/95

ARTICLES OF INCORPORATION
OF
THROTTLE TEAM CORP.

FILED
95 JUN 19 PM 6:11
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

WE, the undersigned, do submit these Articles for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations.

ARTICLE I

The name of the corporation shall be: THROTTLE TEAM CORP., Its business shall be carried out at 1747 Alton Road, Miami Beach, Dade County, FL 33139, or at such other points or places in the State of Florida, the United States, or foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows:

The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes 607 et seq.

ARTICLE III

The maximum number of shares of stock this Corporation is authorized to have outstanding at any time shall be 1,000 shares of Common Stock at \$1.00 Dollar par value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor, or services, at a just valuation to be fixed by the Incorporators or by the Directors at the meeting called for such purpose.

ARTICLE IV

This Corporation shall begin business with a capital of \$200.00 Dollars and the undersigned incorporators do hereby state that there has already been paid into the Corporation on behalf of the subscribers set forth herein the sum of \$200.00 Dollars.

ARTICLE V

This Corporation shall exist perpetually.

ARTICLE VI

The business of this Corporation shall be conducted by a Board of Directors of not less than two (2) Directors, the exact number of Directors to be fixed by the Bylaws of this Corporation. Directors must be principals of the stockholders.

ARTICLE VII

The names and post office addresses of the first Board of Directors of this Corporation, who shall hold office until the organizational meeting of this Corporation, and until their successors are elected and have qualified are:

1. Alessandro Di Bari
109 First Terrace.
DiLido Island
Miami Beach, FL 33139
2. Enrico Campanini
4730 Pinetree Dr., #4
Miami Beach, FL 33139

ARTICLE VIII

The officers of the corporation are as follows:

Alessandro Di Bari - President
Enrico Campanini - Vice President
Stefano Rizzo - Secretary
Armando Curcio - Treasurer

ARTICLE IX

The names and post office addresses of each subscriber of these Articles of Incorporation, and a statement of the number of shares of stock which each agrees to take is as follows:

<u>NAME</u>	<u>SHARES</u>	<u>VALUE</u>
Quickfood Italia U.S.A, Inc. 1747 Alton Road Miami Beach, FL 33139	100	\$100.00
Sidekick Corp. 4730 Pinetree Dr., Suite #4 Miami Beach, FL 33140	100	\$100.00

ARTICLE X

The name and address of the initial registered agent is:
MARC POSTELNEK, 407 Lincoln Road, Suite 11-B, Miami Beach, FL
33139.

ARTICLE XI

To the extent permitted by law, the Corporation shall indemnify and hold harmless each person serving as a director or officer of the Corporation, and each person who serves at the request of the Corporation, from and against any and all claims

and liabilities to which such person shall become subject by reason of his being director or officer of the Corporation, or by reason of any action alleged to have been taken or omitted by him as a director or officer. The Corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim of liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

ARTICLE XII

No contract or other transaction between this Corporation and any other firm or corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporations are pecuniarily or otherwise interested in, or are directors or officers of, such other firm or corporation, provided that the fact that he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the Corporation who is also a director or officer of such other corporation, or

is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not a director or officer of such other corporation or not so interested.

ARTICLE XIII

The Shareholders of the Corporation are hereby granted preemptive rights as conditions precedent to the issuance or sale of any additional stock of the Corporation.

ARTICLE XIV

The transferability or assignment of the stock of the Corporation has been restricted pursuant to that certain Agreement between the Shareholders of the Corporation.

ARTICLE XV

The Shareholders of the Corporation have entered or will be entering into a certain Shareholders' Agreement.

ARTICLE XVI

The provisions of this Charter, and each and every article and section hereof, and the Bylaws of this Corporation shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association, and/or

corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 9th day of June, 1995.

SIDEKICK CORP.
By: [Signature]
ENRICO CAMPANINI, PRESIDENT

QUICKFOOD ITALIA U.S.A., INC.
By: [Signature] PESS.
ALESSANDRO DI BARI, PRESIDENT

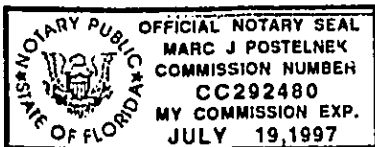
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared ENRICO CAMPANINI, as President of SIDEKICK CORP., a Florida corporation, to me well known to be the person who executed and subscribed the foregoing Articles of Incorporation on behalf of the Corporation and with full authority of the said Corporation; [check one] that said person is personally known to me (or) that I relied on the following form(s) of identification of said person: _____

WITNESS my hand and official seal in the County and State aforesaid this 9 day of June, 1995.

[Signature]
NOTARY PUBLIC

My Commission Expires:



STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

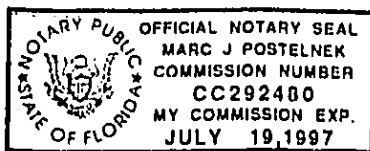
BEFORE ME, the undersigned authority, personally appeared ALESSANDRO DI BARI, as President of QUICKFOOD ITALIA U.S.A., INC., a Florida corporation, to me well known to be the person who executed and subscribed the foregoing Articles of Incorporation on behalf of the Corporation and with full authority of the said Corporation; [check one] that said person is personally known to me (or) that I relied on the following form(s) of identification of said person: _____

WITNESS my hand and official seal in the County and State aforescribed this 9 day of June, 1995.



NOTARY PUBLIC

My Commission Expire.




**CERTIFICATE DESIGNATING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED WITHIN THIS STATE**

In pursuance of Chapter 48.091 of the Florida Statutes,
the following is submitted in compliance with said Act:

First, that THROTTLE TEAM CORP., a Florida Corporation
qualified to do business under the laws of this State, with its
principal office located at 1747 ALTON RD
MIAMI BEACH, FL 33139, Dade County, has
appointed MARC POSTELNEK, 407 Lincoln Rd., Suite 11-B, Miami
Beach, FL 33139, as its agent to accept service of process
within this State.

Having been named to accept service of process for the
above stated corporation, at the place designated in this
certificate, I hereby accept to act in this capacity, and agree
to comply with the provisions of said Act relative to keeping
open said office.



MARC POSTELNEK, REGISTERED AGENT
407 Lincoln Road, Suite 11-B
Miami Beach, FL 33139

FILED
95 JUN 19 PM 6:11
STATE
MILWAUKEE, FLORIDA