



networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

150044135
JUN 26 PM 14
CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 626236 4494A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizito

ORDER DATE : June 26, 1995

ORDER TIME : 10:55 AM

ORDER NO. : 626236

CUSTOMER NO: 4494A

900001523429

CUSTOMER: G. Jodie Fletcher, Legal Asst
ANDREWS & KURTH

4400 Thanksgiving Tower
1601 Elm Street
Dallas, TX 75201

DOMESTIC FILING

NAME: LOMBARDI'S OF FORT LAUDERDALE,
INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS:

T. BROWN JUN 26 1995

FILED
95 JUN 26 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
ARTICLES OF INCORPORATION
of

LOMBARDI'S OF FORT LAUDERDALE, INC.

FILED
95 JUN 26 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person eighteen (18) years of age or more, acting as incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, pursuant to section 607.0202, does hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation shall be LOMBARDI'S OF FORT LAUDERDALE, INC.

ARTICLE II

The mailing address of this corporation shall be:

211 N. Record Street
Suite 325
Dallas, Texas 75202

ARTICLE III

The corporation shall have authority to issue one hundred thousand (100,000) shares of capital stock consisting of one hundred thousand (100,000) shares of Common Stock, par value \$0.01 per share.

ARTICLE IV

The street address of the corporation's initial registered office and the name of its initial registered agent is:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

ARTICLE V

The name and address of the incorporator is:

NAME	ADDRESS
Patrick C. Sargent	1601 Elm Street 4400 Thanksgiving Tower Dallas, Texas 75201

ARTICLE VI

The purpose for which the corporation is organized is to engage in any lawful business for which corporations may be organized under the laws of the State of Florida.

ARTICLE VII

No shareholder shall be entitled as a matter of right to any preemptive or preferential right to subscribe for, purchase, or receive additional unissued or treasury shares of any class of the corporation, whether now or later authorized, or any notes, bonds, debentures, warrants, options or other securities convertible into or entitling the holder to purchase shares. Such additional shares, notes, bonds, debentures, warrants, options or other securities convertible into or entitling the holder to purchase shares may be issued or disposed of as the Board of Directors in its absolute discretion deems advisable.

ARTICLE VIII

At each election for directors of the corporation, each shareholder entitled to vote at such election shall have the right to vote, in person or by proxy, only the number of shares owned by him for as many persons as there are directors to be elected, and no shareholder shall ever have the right

or be permitted to cumulate his votes on any basis, any and all rights of cumulative voting being hereby expressly denied.

ARTICLE IX

The number of directors constituting the initial Board of Directors is one (1) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

NAMES

ADDRESSES

Alberto Lombardi

211 N. Record Street
Suite 325
Dallas, Texas 75202

The number of directors of the corporation set forth above shall constitute the authorized number of directors until changed by amendment to the bylaws of the corporation or by resolution of the Board of Directors.

ARTICLE X

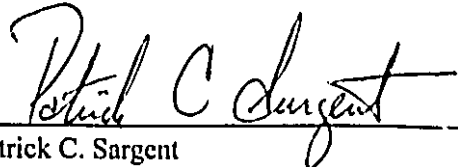
A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for any act or omission in his capacity as a director, except to the extent otherwise expressly provided by a statute of the State of Florida. Any repeal or modification of this Article shall be prospective only, and shall not adversely affect any limitation of the personal liability of a director of the corporation existing at the time of the repeal or modification.

ARTICLE XI

Any action required by the Florida Business Corporation Act to be taken at any annual or special meeting of shareholders, or any action which may be taken at any annual or special meeting of shareholders, may be taken without a meeting, without prior notice, and without a vote, if a consent

or consents in writing, setting forth the action so taken shall be signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand this 23rd day of June, 1995.



Patrick C. Sargent

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6803/PAT SARGENT
16506-64858

FILED
95 JUN 26 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

LRD/dks