

P95 000060128
K. Dean Kantaras, Esquire

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July 31, 1995

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

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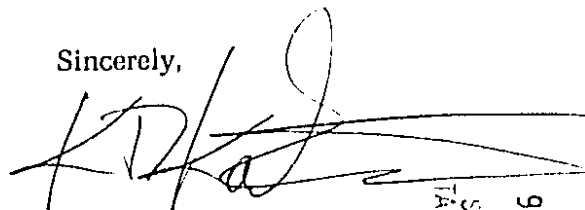
Re: New Corporation

Gentlemen:

Enclosed is a check in the amount of one hundred and twenty-two dollars and 50/100 (\$122.50), for registration of El Greco Pasta Grill, Inc. Also included are the original Articles of Incorporation and the certificate designating the place of business and resident agent and copies.

Upon completion of the registration, please send us a certified copy of documents. If you should have any questions or comments in this regard, please know that your inquiries will be most welcome.

Sincerely,



K. Dean Kantaras, Esquire

KDK:kc
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
Of
El Greco Pasta Grill, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I
Name of Corporation

The name of this corporation shall be El Greco Pasta Grill, Inc.

ARTICLE II
Nature of Business

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States of America and this State.

ARTICLE III
Capital Stock

The maximum number of shares the corporation is authorized to have outstanding at any one time is: 500 shares of One (\$1.00) Dollar par value all of which shall have the same rights and privileges.

ARTICLE IV
Initial Capital

The amount of capital with which this corporation will begin business is not less than five hundred (\$500.00) Dollars.

ARTICLE V
Term of Existence

This corporation is to exist perpetually.

ARTICLE VI
Principal Place of Business

The initial street address in this state of the principal office of this corporation is: 5885 Seminole Blvd., Seminole, FL 34642. The corporation may from time to time move the

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CLERK OF DISTRICT COURT
JULIA A. GIBSON, CLERK
STATE OF FLORIDA

principal office to any other address in Florida, and may establish branch offices at such other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII
Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than two. The name and address of the initial director of this corporation is:

Andreas Katsourides
5885 Seminole Blvd.
Seminole, FL 34642

ARTICLE VIII
Subscriber

The name and street address of the initial subscriber to these Articles of Incorporation is:

Andreas Katsourides
5885 Seminole Blvd.
Seminole, FL 34642

ARTICLE IX
Designation of Registered Agent

The initial designation of the Registered Office of this corporation shall be 2725 Park Drive, Suite #3, Clearwater, Florida 34623 and the Registered Agent shall be K. DEAN KANTARAS to accept service of process within this State until changed according to law.

ARTICLE X
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders by a majority of the stock entitled to vote thereon.

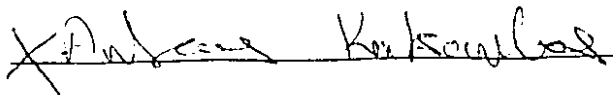
ARTICLE XI
Commencement of Corporate Existence

The date that corporate existence shall begin shall be the date of the filing of these Articles of Incorporation with the State of Florida.

ARTICLE XII
Pre-Emptive Rights

The shareholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, but in either case only at such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the shareholders.

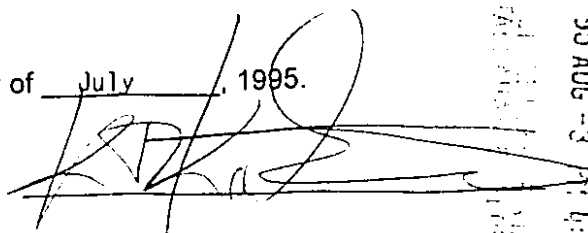
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 31st day of July, 1995.



ACCEPTANCE BY REGISTERED AGENT

K. Dean Kantaras does hereby accept the designation of Registered Agent and states that he is familiar with, and accepts, the obligations provided for in 607.325, Florida Statutes.

DATED this 31st day of July, 1995.



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