

P960000/8928

February 26, 1996

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

300001726333
-02/28/96--01040--009
****122.50 ****122.50

Dear Secretary of State:

Enclosed please find one original and one copy of the Articles of Incorporation of 'Nadia's Italian Restaurant, Inc.'

Also find enclosed a check made payable to the Department of State in the amount of \$122.50 which includes the statutory filing fee. Your assistance in processing this corporation's Articles of Incorporation and registering its name to be 'Nadia's Italian Restaurant, Inc.' is greatly appreciated.

EFFECTIVE DATE
2-26-96

Respectfully submitted,

Milorad Basic
Milorad Basic
President
Enclosure

'FEB 29 1996' BSK

FILED
96 FEB 28 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

NADIA'S ITALIAN RESTAURANT, INC.

FILED

96 FEB 28 PM 4:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

2-26-96

**ARTICLE ONE
CORPORATE NAME**

The name of the corporation is 'Nadia's Italian Restaurant, Inc'.

**ARTICLE TWO
NATURE OF THE BUSINESS**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida, the United States or any other state, country, territory or nation.

**ARTICLE THREE
TERM OF EXISTENCE**

This corporation shall have perpetual existence, commencing on the date of execution of these articles.

**ARTICLE FOUR
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 7,500 shares, each share having a par value of \$1.00 per share.

**ARTICLE FIVE
REGISTERED AGENT IN INITIAL REGISTERED OFFICE**

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Milorad Basic
2342 St. Croix Street
Kissimmee, FL 34741

The mailing address of the corporation is 2342 St. Croix Street, Kissimmee, FL 34741.

**ARTICLE SIX
BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

**ARTICLE SEVEN
INITIAL DIRECTORS**

The names of the initial director of this corporation and their street address is:

Nancy Basic
2342 St. Croix Street
Kissimmee, FL 34741

Milorad Basic
2342 St. Croix Street
Kissimmee, FL 34741

The persons named as the initial directors shall hold office for the first year of existence of this corporation or until their successor/successors are elected or appointed and have qualified, which ever occurs first.

ARTICLE EIGHT INITIAL OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporations existence, or until their successors are elected or appointed are:

President

Nancy Basic
2342 St. Croix Street
Kissimmee, FL 34741

Vice-President

Milorad Basic
2342 St. Croix Street
Kissimmee, FL 34741

ARTICLE NINE INCORPORATOR

The name and address of the person signing these articles of incorporation as incorporator is:

Milorad Basic
2342 St. Croix Street
Kissimmee, FL 34741

ARTICLE TEN AMENDMENTS

These articles of incorporation may be amended in the manner approved by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stockholders entitled to vote, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles be made.

**ARTICLE ELEVEN
PREEMPTIVE RIGHTS**

Every shareholder upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds the right to purchase his prorata share thereof at the price at which it is offered to others.

**ARTICLE TWELVE
BY-LAWS**

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Director's and the shareholders.

IN WITNESS THEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation on the 26th day of February 1996.



Milorad Basic
Incorporator

STATE OF FLORIDA:

COUNTY OF OSCEOLA:

BEFORE ME, a Notary Public, personally appeared Milorad Basic, to me known to be the person described as INCORPORATOR, and executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to these Articles of Incorporation on the 26th day of February 1995.

(Notary Seal)



MARGUERITE H. GRAFF
My Commission CC433225
Expires Jan 12, 1999
Bonded by HAI
800-422-1655

Marguerite H. Graff
NOTARY PUBLIC, State of Florida
My Commission Expires 1/12/99

ACCEPTANCE OF DESIGNATION

Having been designated as registered agent for the above-named corporation to accept service of process at the address below, I hereby accept said designation and agree to act in this capacity and to comply with the revisions of said act relative to keeping said office open.

Milorad Basic
Milorad Basic
2342 St. Croix Street
Kissimmee, FL 34741