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Examiner's Initials

CR2E031(1/95)

## ARTICLES OF INCORPORATION

SE MA IS EL CO SECRETARIA SECULO SA IL 40 BY THESE ARTICLES OF INCORPORATION the incorporator forms in corporation for profit under Florida law.

1. <u>NAME</u>

The name of this corporation is:

FIRESIDE RESTAURANT, INC.

2. <u>ADDRESS</u> The corporations principal office and mailing address is:

8247 CHESEBRO AVE. NORTH PORT, FL. 34287

3. TERM This corporation shall exist perpetually.

4. <u>PURPOSE</u>

The purpose of this corporation is to transact any/all lawful businesses for which corporations may be incorporated under Chapter 607 Florida Statutes.

5. CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock of one (1.00) dollar per share. The stockholders may dispose of the authorized but unissued stock from time to time. No stockholder has a preemptive right to purchase unissued or treasury or securities convertible into or carrying a right to subscribe to or acquire stock.

6. REGISTERED **AGENT** 

The registered agent for this corporation is:

CARLO VOLPE

and the registered office is located at:

8247 CHESEBRO AVE NORTH PORT, FL. 34287 7. <u>DIRECTORS</u>

This corporation shall have no directors. The business of the corporation shall be managed by the stockholders.

8. **INCORPORATOR** The name and street address of the incorporator is:

CARLO VOLPE 8247 CHESEBRO AVE NORTH PORT, FL. 34287

- 9. <u>BYLAWS</u> After adoption of the initial bylaws by the stockholders, bylaws may be adopted, amended or repealed by the
  - stockholders of this corporation.
- 10. STOCK RESTRICTIONS

By Agreement, stockholders and this corporation may restrict or limit the sale or transfer, or both, of stock of this corporation, restrict the right to encumber the stock and provide for the consideration to be paid for the stock after its original issuance. The bylaws shall provide for transfer on the corporate books in conformity with any agreement.

DATED ON:	
	Vullail
	CARLO VOLPE

STATE OF FLORIDA COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me

on March 12, 1992	by EMPLO DALFO	
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My Comm. Exp. Oct. 15, 1996 Comm. # CC 228486
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and Joseph

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN, FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED. IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST-THAT FIRESIDE RESTAURANT, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT: CITY OF SARASOTA, STATE OF FLORIDA, HAS NAMED CARLO VOLPE LOCATED AT 8247 CHESEBRO AVE. CITY OF NORTH PORT, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

**CARLO VOLPE** 

For: FIRESIDE RESTAURANT, INC.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

CARLO VOLPE

96 MAR 19 PH 1: 48
SECRETARY OF STATE
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