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ROBERT M. GELLER

ATTORNEY AT LAW

610 W. Azeele Street  
Old Hyde Park  
Tampa, FL 33606

(813) 254-7687

March 28, 1996

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

800001770648  
-04/05/96--01033--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: IL GABBIANO, INC.

Dear Sir/Madam:

Enclosed for filing is an original and one copy of the Articles of Incorporation for the above-named corporation. In addition, I have enclosed a check in the amount of \$70.00, representing the filing fee and registered agent fee.

Please file the original Articles of Incorporation and return a certified copy with the filing date stamped on it to our office in the provided self-addressed stamped envelope.

Sincerely,  
Law Offices of Robert M. Geller

*Tracy S. Maurer*

Tracy S. Maurer  
Paralegal

Enclosures: As stated  
xc: Client

F. CHESSE

APR 11 1996

FILED  
96 APR -5 AM 8:03  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

IL GABBIANO, INC.

I.

NAME

The name of this corporation shall be **IL GABBIANO, INC.** and the principal office of said corporation is as follows: 3671 South West Shore Blvd., Tampa, Florida 33629.

II.

PURPOSE

This corporation is organized to engage in any activity of business permitted under the laws of the United States or of this state.

III.

TERM OF EXISTENCE

This corporation shall begin existence upon the filing of these Articles of Incorporation, and shall exist perpetually.

IV.

CAPITAL STOCK

This corporation is authorized to issue one hundred shares (100) of no par stock.

V.

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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95 FEB-5 AM 8:03  
TAMPA FLORIDA

VI.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 610 W. Azeele St., Tampa, FL 33606 the name of the initial registered agent of this corporation at that address is Robert M. Geller.

VII.

INITIAL BOARD OF 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 one. The names and addresses of the initial directors of this corporation are:

Ali Seghrouchni

3401 Waterloo Court  
Apt. A  
Tampa, FL 33614

VIII.

INCORPORATORS

is: The name and address of the person signing these Articles

Robert M. Geller, Esq.  
610 W. Azeele St.  
Tampa, Florida 33606

IX.

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

X.

AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed

these Articles of Incorporation this 28<sup>th</sup> day of March, 1996.

By: *[Signature]*  
ROBERT M. GELLER, ESQ.

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State aforesaid, personally appeared ROBERT M. GELLER, ESQ. to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 28<sup>th</sup> day of March, 1996.



OFFICIAL SEAL  
CARROL L. MILLER  
My Commission Expires  
Dec. 9, 1996  
Comm. No. CC 248428

*Carol L. Miller*  
Notary Public

*CARROL L. MILLER*

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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

First, That **IL GABBIANO, INC.** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Tampa, County of Hillsborough, State of Florida has named Robert M. Geller, Esq., located at 610 W. Azeele St., Tampa, Florida 33606, County of Hillsborough, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT;

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

By:   
Robert M. Geller, Esq.  
REGISTERED AGENT

FILED  
96 APR -5 AM 8:03  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA