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MICHAEL WM MEAD

Attorney at Law

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24 WALTER MARTIN ROAD  
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May 8, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

800001820298  
-05/14/96--01061--017  
\*\*\*122.50 \*\*\*122.50

RE: IL GELATO, INC.

Gentlemen:

Enclosed please find the original and one copy each of the Articles of Incorporation and Registered Agent form for filing regarding the above-referenced matter. Please file and return a certified copy to this office.

Also enclosed please find Check No. 1027 in the sum of \$122.50 which represents the following:

Filing fee	\$ 35.00
Certified copies	52.50
Registered agent	35.00

Thank you for your assistance and cooperation in this matter.

Sincerely,

MICHAEL Wm MEAD

MWM/mw

Enclosures: a/s

(ltr)corporat.ltr/mw

N. HENDRICKS MAY 20 1996

FILED  
96 MAY 13 11 09 11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**IL GELATO, INC.**

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

**ARTICLE I.**  
**Name**

The name of this corporation is:

IL GELATO, INC.

**ARTICLE II.**  
**Nature of Business**

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

**ARTICLE III.**  
**Term of Existence**

The term of existence of the corporation shall be perpetual.

**ARTICLE IV.**  
**Capital Stock**

The maximum number of shares that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES having a nominal or par value of \$1.00 per share.

**ARTICLE V.**  
**Address**

The principal place of business of this corporation shall be 236 Miracle Strip Parkway SE, Fort Walton Beach, Florida 32548, however, the business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

**ARTICLE VI.**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at a stockholder's meeting by the majority of the stockholders entitled to vote thereon.

**ARTICLE VII.**  
**Management of Corporation Affairs**

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

**ARTICLE VIII.**  
**Officers**

The names and addresses of the President, Vice President, Secretary, and Treasurer are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
GUIDO TREMOLINI	236 Miracle Strip Parkway Fort Walton Beach Florida 32548	President
SIMONA FARONI	236 Miracle Strip Parkway Fort Walton Beach Florida 32548	Vice President Secretary Treasurer

**ARTICLE IX.**  
**Subscribers**

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they agree to take are as follows:


<u>Name</u>	<u>Address</u>	<u>Shares</u>
GUIDO TREMOLINI	236 Miracle Strip Parkway SE Fort Walton Beach Florida 32548	500
SIMONA FARONI	236 Miracle Strip Parkway SE Fort Walton Beach Florida 32548	500

**ARTICLE X.**  
**Registered Agent**

The Registered Agent of the corporation shall be:  
GUIDO TREMOLINI, and the street address of the office, place of business or location for the service of process within this State shall be: 236 Miracle Strip Parkway SE, Fort Walton Beach, Florida 32548.

IN WITNESS WHEREOF, the undersigned have hereunto executed these presents this 8th day of May, 1996.

  
\_\_\_\_\_  
GUIDO TREMOLINI

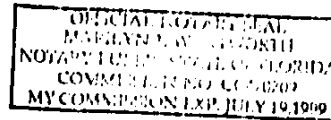
  
\_\_\_\_\_  
SIMONA FARONI

STATE OF FLORIDA  
COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me by GUIDO TREMOLINI,  
this 8th day of May, 1996,

X who is personally known to me, or  
who has produced \_\_\_\_\_  
as identification.

*Marilyn L. Wentworth*  
Notary Public  
My Commission Expires:

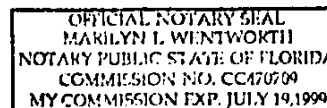


STATE OF FLORIDA  
COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me by SIMONA FARONI,  
this 8th day of May, 1996,

X who is personally known to me, or  
who has produced \_\_\_\_\_  
as identification.

*Marilyn L. Wentworth*  
Notary Public  
My Commission Expires:



MICHAEL WM MEAD  
ATTORNEY AT LAW  
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P.O. DRAWER 1329  
FORT WALTON BEACH,  
FLORIDA 32548-1329

(ws)ilgelato.art/mw

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SECRET  
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA**  
**DEPARTMENT OF STATE**

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: IL GELATO, INC.

desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 236 Miracle Strip Parkway SE, Fort Walton Beach, Florida 32548, has named GUIDO TREMOLINI located at 236 Miracle Strip Parkway SE, Fort Walton Beach, Okaloosa County, Florida 32548, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 provisions of said Act relative to keeping open said office.

  
GUIDO TREMOLINI