

P9700029716

FILING OR RECORDING OF DOCUMENTS=====

=====

EFFECTIVE DATE

3-28-97

To: Dept. of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Date: March 26, 1997

Re: MORETTI'S ITALIAN RESTAURANT, INC.

The enclosed document(s) is/are to be:

- ( ) Filed with your office
- ( X ) Recorded with your office
- ( X ) Resubmitted Articles of Incorporation

After performing required actions:

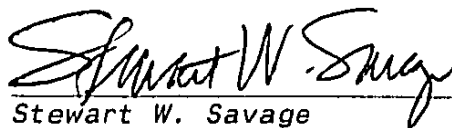
- ( X ) Return copies marked "copy" to my office - CERTIFIED COPY
- ( ) Return stamped original to my office
- ( ) Return envelope enclosed

For fees incurred:

- ( X ) Cost of \$122.50 already paid
- ( ) Please bill my office
- ( ) No fee applicable

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97 APR -2 AM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

100002070261--8  
-01/28/97--01086--009  
\*\*\*122.50 \*\*\*122.50



Stewart W. Savage  
6719 Winkler Road, Suite 218  
Fort Myers, FL 33919  
(941) 481-8388

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OK  
4/2/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 17, 1997

STEWART W. SAVAGE  
6719 WINKLER RD, SUITE 218  
FT MYERS, FL 33919

COPY

SUBJECT: MORETTI'S ITALIAN RESTAURANT, INC.  
Ref. Number: W97000003765

We have received your document for MORETTI'S ITALIAN RESTAURANT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please correct your document to reflect the correct registered agent.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 397AC0008278



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 30, 1997

STEWART W. SAVAGE  
6719 WINKLER RD, SUITE 218  
FT MYERS, FL 33919

941  
SUBJECT: MORETTI'S ITALIAN RESTAURANT, INC.  
Ref. Number: W97000002348

We have received your document for MORETTI'S ITALIAN RESTAURANT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

(Returned 2/3/97)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 997A00004931

Also enclosed:

Change of Registered Agent form  
Check for \$35.00

*Pindy -*

*W97-3765  
PH  
2/17/97*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION OF

MORETTI'S ITALIAN RESTAURANT, INC.

EFFECTIVE DATE

3-28-97

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation:

### ARTICLE ONE - NAME

The name of the corporation is MORETTI'S ITALIAN RESTAURANT, INC.

### ARTICLE TWO - DURATION

The term of existence of the corporation is to commence on March 28, 1997, and shall be perpetual and shall be for the purpose of serving food and spirits as a restaurant, and for such other business and activities as may be lawfully permitted for corporations so formed and organized.

### ARTICLE THREE - AUTHORIZED SHARES

The aggregate number of shares that the corporation has authorized to issue is 500, all of which shall be common shares without par value. The shares may be fixed for such amount of consideration by the Board of Directors of said corporation.

### ARTICLE FOUR - PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued treasury shares.

#### ARTICLE FIVE - REGISTERED OFFICE

The street address of the original registered office of the corporation is 308 19th Lane. SE, Cape Coral, FL, and the name of the initial registered agent at that address is LUCIANO MORETTI.

#### ARTICLE SIX - DIRECTORS

6.01 The initial board of directors of the corporation shall consist of one (1) member.

6.02 The name and address of the board of director is:

President: LUCIANO MORETTI  
Address: 308 19th Lane, SE  
Cape Coral, Florida 33990

Secretary/  
Treasurer: LUCIANO MORETTI  
Address: 308 19th Lane, SE  
Cape Coral, Florida 33990

#### ARTICLE SEVEN - INCORPORATOR

The name and address of the incorporator is:

Name: LUCIANO MORETTI  
Address: 308 19th Lane, SE  
Cape Coral, FL 33990

ARTICLE EIGHT - MAILING ADDRESS OF CORPORATION

The mailing address of the initial principal office of the corporation is 308 19th Lane, SE, Cape Coral, Florida 33990.

ARTICLE NINE - COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence on March 28, 1997 with the Florida Department of State.

ARTICLE TEN - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares. The original issuance of common stock is in the percentage of 100% to LUCIANO MORETTI.

ARTICLE ELEVEN - AMENDMENT

The Articles may be amended or repealed from time to time, and the shareholders rights are subject to this reservation of rights.

IN WITNESS WHEREOF, I have subscribed my name this 26<sup>th</sup> day of  
March, 1997.

Luciano Moretti  
LUCIANO MORETTI,  
Incorporator

I HEREBY ACCEPT the title of registered agent for the preceding described  
corporation.

Luciano Moretti  
LUCIANO MORETTI  
308 19th Lane SE  
Cape Coral, Florida 33908

Prepared By:

STEWART W. SAVAGE  
Attorney At Law  
6719 Winkler Road  
Suite 218  
Cape Coral, FL 33990  
(941) 481-8388

moretti/art. 2nd

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