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1520 Hendry Street

Fort Myers, FL 33901

April 16, 1997

Office of the Secretary of State

Division of Corporations

409 East Gaines Street

Tallahassee, FL 32399

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-04/30/97--01113--013

\*\*\*\*122.50 \*\*\*\*122.50

Dear Sirs:

Please find enclosed herewith a duly executed Articles of Incorporation and acceptance of Registered Agent for Antonio's Pizzeria and Brew, Inc.

Please record and return a certified copy of the above to the address indicated first written; a money order (#013516609), is enclosed, in the amount of \$122.50 to cover the costs of the same.

Thank you for your time and consideration in this matter.

Very truly yours,

Corrado Burdick

Corrado Burdick

for

Antonio's Pizzeria & Brew

FILED

97 APR 30 AM 8:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

411 5/2/97

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97 APR 30 AM 8:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
ANTONIO'S PIZZA & BREW, INC.

ARTICLE I - NAME

The name of this Corporation is: ANTONIO'S PIZZA & BREW, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and/or all lawful business, especially anything in the RESTAURANT, FOOD AND BEVERAGE fields.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock, at one cent (\$.01) par value, per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and registered office of this corporation is: 2118 S.E. 15th Terrace, Cape Coral, Florida 33990, and the name of the initial registered agent of this corporation at that address is, CORRADO BURDIERI.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1), Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The names and addresses of the initial Board of Directors of this corporation is/are:

| NAME | ADDRESS |
|------|---------|
|------|---------|

Corrado Burdieri, 2118 S.E. 15th Terrace, Cape Coral, Florida 33990  
President/Director

ARTICLE VII - INCORPORATORS

The name and address of each person signing these Articles  
are:

| NAME              | ADDRESS   |
|-------------------|---|
| Corrado Burdieri, | 2118 S.E. 15th Terrace, Cape Coral, Florida 33990 |

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any  
provision 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            day of April, 1997

*Corrado Burdieri*

Subscriber, Corrado Burdieri  
2118 S.E. 15th Terrace  
Cape Coral, Florida 33990

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corrado Burdiere, HAVING A BUSINESS OFFICE AT, 2118 S.E. 15th Terrace, Cape Coral, Florida 33990, and, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Corrado Burdiere

Corrado Burdiere

FILED

97 APR 30 AM 8:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA