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ACCOUNT NO. : 072100000032

REFERENCE : 398188 164484A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 20, 1997

ORDER TIME : 10:44 AM

ORDER NO. : 398188-005

CUSTOMER NO: 164484A

CUSTOMER: Russell T. Beyer, Esq
RUSSELL T. BEYER, P.A.

P. O. Box 11180

Fort Lauderdale, FL 33339-1180

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*****70.00 *****70.00

DOMESTIC FILING

NAME: GTO'S GREAT TAKE OUT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

97 MAY 20 PM 2:27
TALLAHASSEE, FLORIDA

97 MAY 20 PM 2:29
DIVISION OF CORPORATION

84 MAY 20 1997

ARTICLES OF INCORPORATION

OF

GTO's GREAT TAKE OUT, INC.

FILED

97 MAY 20 PM 2:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be:

GTO's GREAT TAKE OUT, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

3455 Hiatus Road
Sunrise, Florida 33351

The mailing address of this corporation shall be:

3455 Hiatus Road
Sunrise, Florida 33351

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED THOUSAND (100,000.00) SHARES OF ONE CLASS ONLY
NAMELY COMMON STOCK HAVING A NO PAR VALUE (\$0.00) PER SHARE.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

RANDALL SCOTT SLATER
3455 Hiatus Road
Sunrise, Florida 33351

ARTICLE V DIRECTOR(S)

This Corporation shall have two (2) Directors initially. The number of Directors of this Corporation may be increased or decreased from time to time pursuant to the Bylaws, but shall never be less than one (1).

ARTICLE VI INITIAL DIRECTOR(S)

The name and street address of the Initial Directors of this Corporation who shall hold office until successor(s) are elected or appointed and shall have been qualified are:

RANDALL SCOTT SLATER
3455 Hiatus Road
Sunrise, FL 33351

ANTHONY ZOTTOLI
3455 Hiatus Road
Sunrise, FL 33351

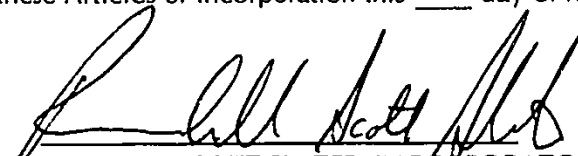
ARTICLE VII INCORPORATOR(S)

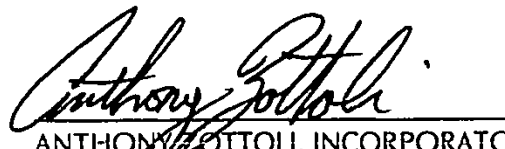
The names and street addresses of the Incorporators to these Articles of Incorporation are:

RANDALL SCOTT SLATER
3455 Hiatus Road
Sunrise, FL 33351

ANTHONY ZOTTOLI
3455 Hiatus Road
Sunrise, FL 33351

The undersigned has executed these Articles of Incorporation this 14th day of May, 1997.


RANDALL SCOTT SLATER, INCORPORATOR


ANTHONY ZOTTOLI, INCORPORATOR

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

GTO's GREAT TAKE OUT, INC.

2. The name and address of the registered agent and office is:

RANDALL SCOTT SLATER

NAME

3455 Hiatus Road

ADDRESS

Sunrise, FL 33351

CITY/STATE/ZIP

SIGNATURE

RANDALL SCOTT SLATER

SIGNATURE

ANTHONY ZOTTOLI

TITLE INCORPORATORS

DATE May 14, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

RANDALL SCOTT SLATER

DATE:

May 14, 1997

FILED
MAY 20 PM 2:27
TALLAHASSEE, FLORIDA