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ACCOUNT NO. : 072100000032

REFERENCE : 005582 6922A

AUTHORIZATION : Patricia Pujute

COST LIMIT : \$ 70.00

ORDER DATE : October 22, 1998

ORDER TIME : 1:40 PM

ORDER NO. : 005582-005

CUSTOMER NO: 6922A

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CUSTOMER: Carol Aronson, Esq
WEINER, MORICI & ARONSON, P.A.
WEINER, MORICI & ARONSON, P.A.
102 North Swinton Avenue

Delray Beach, FL 33444-2614

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98 OCT 22 PM 4:17

DIVISION OF CORPORATION

DOMESTIC FILING

NAME: TONY AND LISA'S CUCINA
NOSTALGIA, 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: Janna Wilson

EXAMINER'S INITIALS:

J 10/23/98

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 22 AM 10:42

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ARTICLES OF INCORPORATION

OF

TONY AND LISA'S CUCINA NOSTALGIA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TONY AND LISA'S CUCINA NOSTALGIA, INC.

The address of the principal office of this corporation shall be 18 Seminole Street, Stewart, Florida 34994, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors; subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Lisa Kay Damiano	18 Seminole Street
Dir.	Stewart, FL 34994

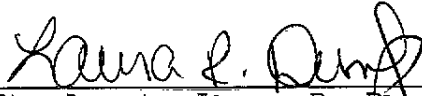
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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

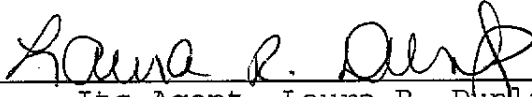
The undersigned incorporator has executed these Articles of Incorporation on October 22, 1998.



Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, 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.

By: 
Its Agent, Laura R. Dunlap

Authorized Service Representative
Corporation Service Company

LRC/JANNA WILSON