

LISA J. KLEINBERG  
ATTORNEY AT LAW

2075 MAIN STREET • SUITE 1A  
SARASOTA, FLORIDA 34237  
PHONE (941) 366-9720  
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\* ALSO LICENSED TO PRACTICE IN ILLINOIS

P99000010674

February 2, 1999

Department of State  
Division of Corporations  
Attn: Carolyn Batten-Document Specialist  
409 East Gaines Street  
Tallahassee, FL 32399

300002752913

-01/25/99--01030--019

\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: SIESTA KEY PIZZA, INC

Dear Ms. Batten:

Enclosed please find the document that you have requested. I have enclosed a pre-paid UPS next day air envelope. If you could please process and file this as soon as possible and overnight it back to me, I would greatly appreciate it. It is imperative that we receive this before or on Friday, February 5, 1999. The number that you call for UPS to pick-up is 1-800-742-5877.

If you have any questions or comments, please do not hesitate to call me. Thank you for your immediate attention in this matter.

Sincerely,

  
Lisa J. Kleinberg

LJK/cac

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 FEB -3 PM 12:43

FILED

CB  
2-3-99  
6



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 29, 1999

LISA J. KLEINBERG, ESQUIRE  
2075 MAIN STREET, STE.1A  
SARASOTA, FL 34237

SUBJECT: SIESTA KEY PIZZA, INC.  
Ref. Number: W99000002297

We have received your document for SIESTA KEY PIZZA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

The registered agent must sign accepting the designation.

Please return the original and one copy of 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 (850) 487-6930.

Carolyn Batten  
Document Specialist

Letter Number: 599A00003986

# BILL OF SALE

I, Michael S. Butcher, President, MSB Enterprises, Inc. of 2304 Novus Street, Sarasota, Florida, do hereby sell, assign and transfer to Paul Pagliaro of 7132 Java Drive, Sarasota, Florida the property described in the attached Exhibit for the amount of \$3,000.00.

+ Joseph V. Kobialka  
2927 Nodosa Dr  
Sarasota, FL  
34237

The seller agrees to include all rights to the name "Siesta Key Pizza" and to the logo along with title to all equipment per the attached exhibit.

The Seller warrants that the property is being transferred to the Buyer free and clear of any liens or encumbrances.

The above property is sold on an "AS IS" basis. The seller makes no warranties express or implied.

This transfer is effective as of January 15, 1999.

The property is now located at 5221 Avenida Navarra, Siesta Key, Florida.

By: Michael S. Butcher  
Michael S. Butcher

Witness: [Signature]

By: Paul Pagliaro  
Paul Pagliaro

Witness: [Signature]

By: Joseph V. Kobialka  
Joseph V. Kobialka

Date: 1/15/99

Witness: [Signature]



Yvonne Hurley  
Commission # CC 747361  
Expires June 1, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

Yvonne Hurley  
1/15/99

## ARTICLES OF INCORPORATION

### ARTICLE I: NAME

The name of the corporation shall be SIESTA KEY PIZZA, INC.

### ARTICLE II: PURPOSE

The purpose of the corporation is to conduct any and all lawful business.

### ARTICLE III: PRINCIPAL OFFICE

The address and mailing address of the principal office shall be 5221 Avenida Navarra, Sarasota, Florida, 34242.

### ARTICLE IV: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100). The par value of each share shall be \$1.00.

### ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Lisa J. Kleinberg, Esquire, 2075 Main Street, Suite 1A, Sarasota, Florida, 34237.

### ARTICLE VI

The names and addresses of the incorporators are:

Paul M. Pagliaro  
7132 Java Drive  
Sarasota, Florida 34241

Joseph Kobialka  
2927 Nodosa Drive  
Sarasota, Florida 34232

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VII

The names of the initial officers/directors are:

Paul Pagliaro	President
Joseph Kobialka	Vice President

The undersigned incorporators have executed these Articles of Incorporation this 22nd day of January, 1999.

  
Paul M. Pagliaro

  
Joseph Kobialka

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDESIGNED 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 Siesta Key Pizza, Inc.
2. The name and address of the registered agent and office is:

LISA J. KLEINBERG, ESQUIRE  
2075 MAIN STREET, SUITE 1A  
SARASOTA, FLORIDA 34232

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.

  
LISA J. KLEINBERG, ESQ.

DATE 2/2/99

**FILED**  
99 FEB -3 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA