

P990000/2695

LAW OFFICES  
**FREEDMAN & McCLOSKY**  
PROFESSIONAL ASSOCIATION  
SUITE 700, BARNETT PLAZA  
ONE EAST BROWARD BOULEVARD  
FORT LAUDERDALE, FLORIDA 33301

REED B. McCLOSKY  
RANDY R. FREEDMAN

FILED  
99 FEB -5 PM 2:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TELEPHONE (954) 764-3800  
TELECOPIER (954) 764-2840

February 3, 1999

600002765976--6  
-02/05/99-01074-003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Chariot Italian Kitchens, Inc.

Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Incorporation for the above-referenced corporation as well as our check # 10377 in the amount of \$70.00 which represents your filing fee. Please return a copy of the filed articles of incorporation in the enclosed self-addressed and stamped envelope. Thank you.

Very truly yours,

FREEDMAN & McCLOSKY P.A.

*Randy R. Freedman*  
Randy R. Freedman

RRF/fjm

Enclosures

C:\OFFICE\RRF\HOLCK\SEC-STA.LTR

*Randy Freedman* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *Corp name*  
DATE *2/7/99*  
DOC. # *10377*

P. Hall  
FEB - 9 1999

ARTICLES OF INCORPORATION  
OF  
CHARIOT ITALIAN KITCHENS, INC.

FILED  
99 FEB -5 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned associates for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of corporations.

ARTICLE I

The name and address of the corporation is:

Chariot Italian Kitchens, Inc.  
270 N. Federal Highway  
Hallandale, Florida 33009

ARTICLE II

This corporation shall commence its existence as of the date of the filing of these articles; and its existence shall be perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue one thousand shares of common stock with no par value.

#### ARTICLE V

The name and address of the initial registered agent and street address of the initial registered office of this corporation are:

Christopher Lawrence Holck  
270 N. Federal Highway  
Hallandale, Florida 33009

#### ARTICLE VI

The number of directors of this corporation shall be not less than one (1). The initial number of directors shall be two (2), and the number of directors may be increased and decreased from time to time by the by-laws of this corporation. The names and addresses of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Ronald Joseph Holck, II	270 N. Federal Highway Hallandale, Florida 33009
Christopher Lawrence Holck	270 N. Federal Highway Hallandale, Florida 33009

#### ARTICLE VII

The initial officers of the corporation shall be:

<u>NAME</u>	<u>Office</u>
Christopher Lawrence Holck	President
Ronald Joseph Holck, II	Vice-President
Christopher Lawrence Holck	Treasurer
Christopher Lawrence Holck	Secretary

#### ARTICLE VIII

The name and address of the incorporator is:

Christopher L. Holck  
270 N. Federal Highway  
Hallandale, Florida 33009

ARTICLE IX

The power to adopt, alter, amend or repeal by-laws will be vested in the board of directors and shareholders.

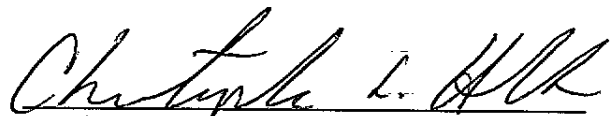
ARTICLE X

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

ARTICLE XI

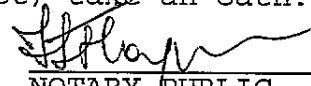
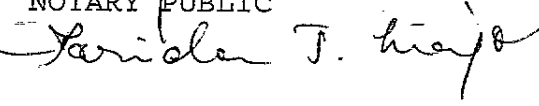
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this \_\_\_\_ day of \_\_\_\_\_, 1999.

  
Christopher Lawrence Holck  
Incorporator

STATE OF FLORIDA     )  
                              )     ss:  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of January, 1999, by Christopher Lawrence Holck who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.

  
NOTARY PUBLIC  


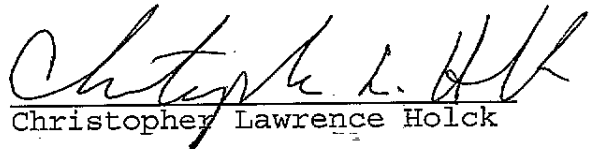
My Commission Expires:



ACCEPTANCE OF APPOINTMENT

Pursuant to 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts his appointment as registered agent of CHARIOT ITALIAN<sup>KITCHENS,</sup> INC., and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with and accepts the obligations of 607.0505, Florida Statutes.

Date: 1/29/, 1999

  
Christopher Lawrence Holck

Y:\RRF\HOLCK\ARTICLES.WPD

FILED  
99 FEB -5 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA