

99000036021

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Italian Pavilion, Inc.

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-04/20/99-01024-020
*****78.75 *****78.75

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File Cert
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier

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DIVISION OF CORPORATIONS

APR 20 1999

**ARTICLES OF INCORPORATION
OF**

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ITALIAN PAVILION, INC.

**Article I
Name**

The name of the corporation is Italian Pavilion, Inc.

**Article II
Duration**

This corporation shall have perpetual existence.

**Article III
Purpose**

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

**Article IV
Capital Stock**

This corporation is authorized to issue 100 shares of stock at One Dollar (\$1.00) par value common stock.

**Article V
Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 7279 San Sebastian Drive, Boca Raton, Florida 33433 and the name of the initial registered agent of this corporation at the address is Claudio Colucci.

**Article VI
Principal Office and Mailing Address**

The principal office and mailing address of the corporation is c/o Doak S. Campbell, III, Esq., 70 Southeast 4th Avenue, Delray Beach, Florida 33483.

Article VII
Initial Board of Directors

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

The names and addresses of the initial directors of this corporation is:

Name	Address
Claudio Colucci	7279 San Sebastian Drive, Boca Raton, Florida, 33444
Cino Marchese	C/o Doak S. Campbell, III, Esq. 70 Southeast 4 th Avenue Delray Beach, FL 33483
Carlo Alberto Dondi	C/o Doak S. Campbell, III, Esq. 70 Southeast 4 th Avenue Delray Beach, FL 33483

Article VIII
Incorporator

The name and address of the person signing these Articles is:

Claudio Colucci	7279 San Sebastian Drive, Boca Raton, FL. 33433
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Article IX
Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Article X
Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

Article XI
Action by Directors without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST, that ITALIAN PAVILION, INC., desiring to organize or
qualify under the laws of the State of Florida, with its principal
place of business as City of Boca Raton, State of Florida, named
CLAUDIO COLUCCI, located at 7279 San Sebastian Drive, Boca Raton,
Florida 33433, as its agent to accept service of process within
Florida.

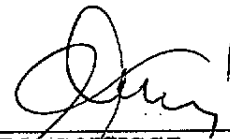
ITALIAN PAVILION, INC.

By: 

Its: Incorporator

Date: 4/19, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY
WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.


CLAUDIO COLUCCI
Registered Agent

Date: 4/19, 1999

**Article XII
Indemnification**

This corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs and personal representatives of such person.

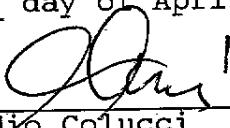
**Article XIII
Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

**Article XIV
Bylaws**

The bylaws may be adopted, altered, amended or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 day of April, 1999.



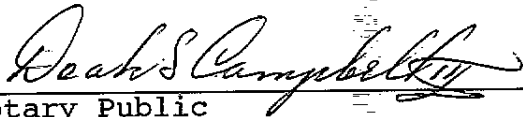
Claudio Colucci
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Claudio Colucci, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19 day of April, 1999.

(SEAL)



Notary Public
My Commission Expires:



Doak S. Campbell, III
MY COMMISSION # CC655375 EXPIRES
June 12, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
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