

P99000049877

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000013217 7))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

THE NEW PAPPAGALLO RESTAURANT CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 JUN -3 AM 10:03

FILED

B. McKnight JUN 03 1999

(850) 487-6013

06/02/99 16:15 Fl Dept of State p1 /1



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 2, 1999

FAS-T CORP. AGENTS, INC.

SUBJECT: THE NEW PAPPAGALLO RESTAURANT CORPORATION
REF: W99000012828

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent and street address must be consistent wherever it appears in your document.

If you have any further questions concerning your document, please call (850) 487-6925.

Barbara Brock
Document Specialist

FAX Aud. #: H99000013217
Letter Number: 699A00030061

ARTICLES OF INCORPORATION

OF

THE NEW PAPPAGALLO RESTAURANT CORPORATION.

FILED
99 JUN -3 AM 10:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED ACTING AS SUBSCRIBER OF A CORPORATION UNDER THE FLORIDA CORPORATION LAW, ADOPT THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION.

ARTICLE I

THE NAME OF THE CORPORATION IS, THE NEW PAPPAGALLO RESTAURANT CORPORATION.

ARTICLE II

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED TO ENGAGE IN ANY ACITIVITIES OR BUSINESS PERMITTED UNDER THE LAW OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III

THE MAXIMUM OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO HAVE ISSUED AND HAVE OUTSTANDING AT ANY ONE TIME IS 50 SHARES OF COMMON STOCK, AS WHICH COMMON SHALL BE OF NO PAR VALUE. ALL STOCK IS TO BE ISSUED AS FULLY PAID AND EXEMPT FROM ASSESSMENT.

ARTICLE IV

THE CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS IS NOT LESS THAN FIVE HUNDRED DOLLARS.

ARTICLE V

THE EXISTENCE OF THE CORPORATION IS PERPETUAL.

ARTICLE VI

THE INITIAL POST OFFICE ADDRESS AND PRINCIPAL OFFICES OF THE CORPORATION IN THE STATE OF FLORIDA SHALL BE AT 16999 S. DIXIE HWY, MIAMI, FLORIDA 33157-4361

Prepared By: Marcello Santucci
Phone# (305)-253-5300
16999 S. Dixie Highway
Miami, Florida 33157-4361

ARTICLE VII

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICES TO ANOTHER ADDRESS WITHIN THE STATE OF FLORIDA.

ARTICLE VIII

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS CONSISTING OF NOT LESS THAN (1) NOR MORE THAN (5).

ARTICLE IX

THE NAME AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND SLATE OF CORPORATE OFFICERS ARE,

MARCELLO SANTUCCI, PRESIDENT, AT 16999 S. DIXIE HWY, MIAMI, FLORIDA 33157.

VINCENZO CUTOLO, SECRETARY & TREASURER, AT 16999 S. DIXIE HWY, MIAMI, FLORIDA 33157.

ARTICLE X

NO STOCKHOLDERS OF THE CORPORATION SHALL BE PERMITTED TO SELL OR OFFER FOR SALE HIS SHARES OF THE STOCK IN THE CORPORATION WITHOUT FIRST OFFERING SAID SHARE FOR SALE TO ALL OTHER STOCKHOLDERS OF THE CORPORATION, AT THEIR BOOK VALUE. THE REMAINING STOCKHOLDERS MAY PURCHASE ALL OR ANY PART OF THE SHARES OF STOCK OFFERED FOR SALE BY THE OTHER STOCKHOLDERS.

ARTICLE XI

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS UNDER 1244 OF THE INTERNAL REVENUE CODE, IN ORDER FOR THE STOCKHOLDERS OF THE CORPORATION MAY RECEIVE THE BENEFITS THERE UNDER.


ARTICLE XII


THE NAME AND POST OFFICE ADDRESS OF THE PERSON SUBSCRIBED ON THESE ARTICLES OF INCORPORATION IS, MARCELLO SANTUCCI, AT 16999 S. DIXIE HWY, MIAMI, FL 33157.

ARTICLE XIII

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HANDS AND SEALS

THIS 1st DAY OF JUNE, 19 99.

 (SEAL)
SUBSCRIBER.

 (SEAL)
REGISTERED AGENT.

____ (SEAL)

STATE OF FLORIDA)

COUNTY OF DADE)

I HEREBY CERTIFY THAT ON THIS DAY PERSONALLY APPEARED BEFORE ME, AND OFFICER
DULY AUTHORIZED TO TAKE TO TAKE ACKNOWLEDGEMENTS AND ADMINISTER OATHS IN THE
STATE OF FLORIDA. _____

TO ME WELL KNOWN TO BE THE PERSONS DESCRIBED IN AND WHO EXECUTED THE FOREGOING
ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED
THE SAME FREELY AND VOLUNTARILY FOR THE PURPOSE THEREIN EXPRESSED.

WITNESS, MY HAND AND OFFICIAL SEAL THIS 1 DAY OF JUNE,

19 99, AT MIAMI COUNTY OF DADE STATE OF FLORIDA.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE.

MY COMMISSION EXPIRES. /

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, THE NEW PAPPAGALLO RESTAURANT CORPORATION.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS,

MERCELLO SANTUCCI, 16999 S. DIXIE HWY, MIAMI, FLORIDA 33157.

SIGNATURE



TITLE

PRESIDENT.

DATE

JUNE 1, 1999.

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



REGISTERED AGENT

DATE

JUNE 1, 1999.

FILED
99 JUN -3 AM 10:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA