

David L. Hancock

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June 25, 1999

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

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*****70.00 *****70.00

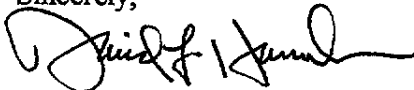
RE: Pasta Concepts, Inc.

Dear Sir or Madam:

Please accept for filing the enclosed Articles of Incorporation for the captioned corporation and Certificate of Designation of Registered Agent / Registered Office. Also enclosed are duplicate copies of each document and a check in the amount of \$70.00 representing the filing fee for both documents.

Please return the stamped filed copies of the above documents to my office and to my attention.
Thank you.

Sincerely,



David L. Hancock

FILED
99 JUN 30 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
of
Pasta Concepts, Inc.**

FILED
99 JUN 30 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is Pasta Concepts, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are:

Principal Place of Business: 6915 N.W. 29th Court
Margate, FL 33063

Mailing Address: 6915 N.W. 29th Court
Margate, FL 33063

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 5,000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and physical address of the initial registered agent are Steven Settipani, 6915 N.W. 29th Court, Margate, FL 33063. The mailing address of the initial registered agent is 6915 N.W. 29th Court, Margate, FL 33063.

ARTICLE V. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are

Name	Address
Steven Settipani	6915 N.W. 29 th Court Margate, FL 33063

David L. Hancock, Esq.
Florida Bar No. 123609
310 W. First Street
Stuart, FL 34994 (561)287-6655

ARTICLE VI. EFFECTIVE DATE

The effective date of these Articles of Incorporation shall be the date of filing of these Articles of Incorporation in the office of the Florida Department of State and the corporate existence shall be deemed to commence on that date.

ARTICLE VII. TRANSFER RESTRICTIONS

There shall be such restrictions on the shares of stock of this corporation as are duly authorized by the Board of Directors of this corporation and to obtain and to maintain the corporation's status as a Subchapter S Corporation under the laws of the State of Florida and under the United States Internal Revenue Code, as each may be amended from time to time.

The undersigned has executed these Articles of Incorporation on the 25 day of June, 1999.


Steven Settiani, Incorporator

David L. Hancock, Esq.
Florida Bar No. 123609
310 W. First Street
Stuart, FL 34994
(561) 287-6655

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, 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: Pasta Concepts, Inc.
2. The name and address of the registered agent and office is:

Steven Settipani

Street Address:
6915 N.W. 29th Court
Margate, Florida 33063

Mailing Address:
6915 N.W. 29th Court
Margate, Florida 33063

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.



Steven Settipani

Dated: June 25, 1999

FILED
99 JUN 30 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

David L. Hancock, Esq.
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