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**VIA FEDERAL EXPRESS**

August 16, 1999

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

400002965734--9  
-08/20/99--01070--012  
\*\*\*\*122.50 \*\*\*\*\*78.75

**Re: Incorporation of DON TOMATO'S PIZZERIA & RISTORANTE, INC.**

To whom it may concern:

Please find enclosed the following documents in connection with the incorporation of Don Tomato's Pizzeria & Ristorante, Inc.

1. The Articles of Incorporation of Don Tomato's Pizzeria & Ristorante, Inc.
2. A check in the amount of \$122.50 to cover the following items: (a) \$35.00 for filing fee; (b) \$52.50 for one certified copy of the Certificate of Incorporation; and (c) \$35.00 for certificate designating registered agent;
3. Two copies of the executed Articles of Incorporation, one of which is to be certified and returned;
4. Completed designation of registered agent form to be placed on file with the Department of State.

Please telephone me upon the filing of the enclosed Articles.

Thank you for your assistance in this matter. Should you have any questions or comments regarding this matter, please call me.

Sincerely,

KORSHAK & BEAULIEU

Enclosure

c/S/Don Tomato.001

K. Rolf

AUG 25 1999

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

DON TOMATO'S PIZZERIA AND RISTORANTE, INC.

The undersigned incorporator, being a natural person competent to contract, subscribes to these Articles of Incorporation to form a corporation under the laws of the State of Florida.

I. NAME

The name of this corporation is Don Tomato's Pizzeria and Ristorante, Inc. and its principle place of business is 3291 Brewster Drive, Kissimmee, Florida 34743.

II. PURPOSE

The purpose for which the corporation is organized is to engage in the business of operating a Pizzeria Style Restaurant or any other lawful business.

III. DURATION

The term of existence of the corporation is perpetual.

IV. CAPITAL STOCK

The number of shares of stock that the corporation is authorized to have outstanding is 10,000, all of which shall be common shares with par value of \$.01.

V. REGISTERED OFFICE

The street address of the initial registered office of the corporation in this State is 2345 Sand Lake Road, Suite 120, Orlando, Florida 32809. The initial registered agent at the registered office is David S. Cohen, Esquire.

VI. INCORPORATOR

The name and post office address of the incorporator is:

David Irizarry  
3291 Brewster Drive  
Kissimmee, Florida 34743

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## VII. DIRECTORS

The Board of Directors shall initially consist of three (3) Directors. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation. The name and address of the initial Board of Directors are:

David Irizarry  
3291 Brewster Drive  
Kissimmee, Florida 34743

Lizette Irizarry  
3291 Brewster Drive  
Kissimmee, Florida 34743

Shane Rae Warder  
1919 Pine Bluff Drive  
Orlando, Florida 32806

## VIII. Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this corporation.

## ARTICLE IX. Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


## ARTICLE X. By-Laws

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and the Shareholders.

## ARTICLES XI. Preemptive Rights

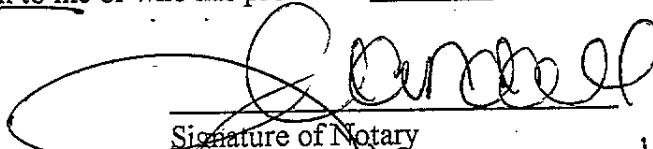
Every shareholder, upon the sale of any additional stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, I have hereunto subscribed my name this \_\_\_ day of August,  
1999.

  
David Irizarry, Incorporator

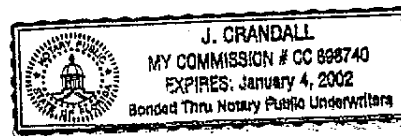
STATE OF FLORIDA)  
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 10 day of August, 1999 by  
David Irizarry, who is personally known to me or who has produced \_\_\_\_\_ as identification  
and who did not take an oath.

  
Signature of Notary

Type/Print name of Notary

My Commission Expires:



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TALLAHASSEE, FLORIDA