

Division of Corporations

P99000085851

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Florida Department of State

Division of Corporations

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To:

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From:

Account Name : BUTZEL LONG
Account Number : 105147001567
Phone : (561) 368-2151
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KATHERINE HARRIS
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

BONA CAFE & ITALIAN RESTAURANT, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

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OF

BONA CAFÉ & ITALIAN RESTAURANT, INC.

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation under the provisions of the Florida Statutes.

ARTICLE I

The name of this corporation is BONA CAFÉ & ITALIAN RESTAURANT, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporation Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 1,000 at \$1.00 par value common shares.

ARTICLE IV

The street address of the Corporation shall be 2468 Wilton Drive, Wilton Manors, FL 33305. The name of the Corporation's initial registered agent is Giuseppe Vultaggio.

Prepared by:
Philip H. Forbes
BUTZEL LONG, P.C.
1200 North Federal Highway, Ste. 411
Boca Raton, FL 33432
(561) 368-2151 Bar # 0180356

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ARTICLE V

The number of directors constituting the initial Board of Directors of this Corporation is four (4). The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Giuseppe Vultaggio	2468 Wilton Drive Wilton Manors, FL 33305
Salvatore Spina	2468 Wilton Drive Wilton Manors, FL 33305
Rosanna Vultaggio	2468 Wilton Drive Wilton Manors, FL 33305
Nisha Jayat Spina	2468 Wilton Drive Wilton Manors, FL 33305

The initial directors may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

ARTICLE VI

The name and address of the incorporator is Giuseppe Vultaggio, 8241 Hampton Wood Drive, Boca Raton, FL 33433.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

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ARTICLE IX

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Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the by-laws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix the compensation of directors of this Corporation, unless otherwise provided in the by-laws.

ARTICLE X

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XI

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such agreement is noted on the face or on the back of the certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

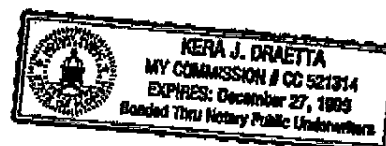
Dated this 28 day of September, 1999

Giuseppe Vultaggio
Giuseppe Vultaggio
Incorporator

STATE OF Florida)
COUNTY OF Palm Beach) ss.

The foregoing instrument was acknowledged before me this 28 day of September, 1999, by Giuseppe Vultaggio, who is personally known to me or did produce a drivers license and did take an oath.

Kerax J. Draetta
Notary Public



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

In compliance with Sections 48.091 and 620.192, Florida Statutes, the following
is submitted:

That BONA CAFÉ & ITALIAN RESTAURANT, INC., desiring to organize under
the laws of the State of Florida, with its principal place of business at 2468 Wilton Drive,
Wilton Manors, FL 33305, has named Giuseppe Vultaggio, located at 8241 Hampton
Wood Drive, Boca Raton, FL 33433, as its agent to accept service of process within
Florida.

ACKNOWLEDGMENT:

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 the provisions of all statutes relative to the
proper performance of my duties.

Giuseppe Vultaggio
Giuseppe Vultaggio

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