

Division of Corporations

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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT CORPORATION OR P.A.****GEORGE'S PASTA SHOP, INC.**

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ARTICLES OF INCORPORATION

OF

GEORGE'S PASTA SHOP, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of this corporation is GEORGE'S PASTA SHOP, INC., and its principal place of business is 1755 N.W. 79<sup>th</sup> Street, Miami, Florida 33126.

ARTICLE TWO

DURATION

The duration of the corporation is perpetual.

ARTICLE THREE

PURPOSES

The general purpose for which the corporation is organized are:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act; and
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be a single class, and shall have a par value of \$1.00 per share.

PREPARED BY: GASTES & ASSOCIATES, P.A.  
RAUL GASTES, JR.  
15600 NW 67 AVE, SUITE 308  
MIAMI LAKES, FL 33014  
F.B.N. 825778

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**REGISTERED OFFICE AND AGENT**

The street address of the initial registered office is 15600 N.W. 67<sup>th</sup> Avenue, Suite 308, Miami Lakes, FL 33014, and the name of its registered agent at such address is DAVID A. WAGNER.

**ARTICLE SIX****DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is Three. The names and addresses of the persons who are to serve as the members of the initial board of directors are:

Jorge F. Quintana - President  
1755 N.W. 79<sup>th</sup> Street  
Miami, Florida 33126

Jorge R. Quintana - Vice President, Secretary  
1755 N.W. 79<sup>th</sup> Street  
Miami, Florida 33126

Michelle Quintana - Treasurer  
1755 N.W. 79<sup>th</sup> Street  
Miami, Florida 33126

**ARTICLE SEVEN****INCORPORATORS**

The names and addresses of the incorporators are:

Jorge F. Quintana - President  
1755 N.W. 79<sup>th</sup> Street  
Miami, Florida 33126

Jorge R. Quintana - Vice President, Secretary  
1755 N.W. 79<sup>th</sup> Street  
Miami, Florida 33126

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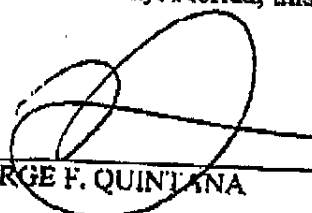
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1755 N.W. 79<sup>th</sup> Street  
Miami, Florida 33126

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Executed by the undersigned at Miami, Dade County, Florida, this 9<sup>TH</sup> day of November, 1999.

  
JORGE F. QUINTANA

STATE OF FLORIDA )

COUNTY OF DADE )

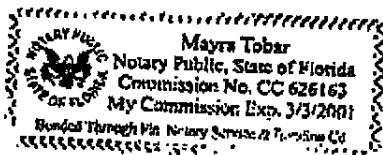
SS:

BEFORE ME, the undersigned authority, personally appeared JORGE F. QUINTANA to me known to be the person described herein or who provided DRIVER'S LICENSE Q535-426-71-341-0 as identification, who subscribed the above Articles of Incorporation and who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Miami, Dade County, Florida this 9<sup>th</sup> day of November, 1999.

  
NOTARY PUBLIC, State of Florida  
At Large

My Commission Expires:



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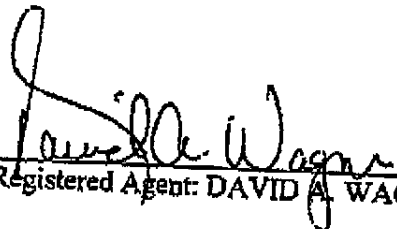
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**ACKNOWLEDGMENT OF APPOINTMENT  
BY REGISTERED AGENT**

Having been named as registered agent for GEORGE'S PASTA SHOP, INC., at 1755 N.W. 79<sup>th</sup> Street, Miami, Florida 33126. I hereby agree to act in such capacity and agree to comply with the provisions of Section 48.091, Florida Statutes, and all other statutes, relative to the complete and proper performance of the duties of registered agent, and am familiar with and accept the obligations of registered agent.

  
Registered Agent: DAVID A. WAGNER

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