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Simple Solutions, Inc.
An Independent Certified Paralegal Service

Hilda Oakes, CLA
21637 Southwood Drive
Lutz, Florida 33549

Telephone: (813) 949-8451

August 3, 1996

Department of State
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32301

Re: MOM'S RESTAURANT, INC.

Gentlemen:

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-08/06/96--01116--0017
****131.25 ****131.25

Enclosed please find original and one copy of Articles of Incorporation for the above-referenced corporation. Also enclosed is check in the sum of \$131.25, representing the following fees:

Filing fee	\$35.00
Certified copy	52.50
Registered Agent fee	35.00
Certificate	<u>8.75</u>

\$131.25

Please file the original of the enclosed Articles of Incorporation and return a certified copy of the Articles, together with the certificate, to the address shown above.

Thank you for your assistance.

Sincerely yours,

Hilda Oakes
HILDA OAKES

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HO/
Encls.

c - Mr. John L. Robertson

8.7.96
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

July 31, 1996

HILDA OAKES
SIMPLE SOLUTIONS, INC.
21637 SOUTHWOOD DR.
LUTZ, FL 33549

The name MOM'S RESTAURANT, INC. has been reserved for 120 days beginning July 31, 1996. The reservation number is R96000003663 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tracy Smith

Letter number: 296A00036690

**ARTICLES OF INCORPORATION
OF
MOM'S RESTAURANT, INC.**

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TALLAHASSEE
FLORIDA

I, the undersigned incorporator, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation, for the purpose of forming a corporation for profit in accordance with Chapter 607, Florida Statutes, General Corporation Act of the State of Florida.

ARTICLE ONE

Name of Corporation

The name of this corporation shall be:

MOM'S RESTAURANT, INC.

ARTICLE TWO

Existence of Corporation

This corporation shall commence existence on the date of filing and shall exist perpetually thereafter unless dissolved according to law.

ARTICLE THREE

Purpose

The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE FOUR

Capital Stock

The aggregate number of shares of stock that this corporation is authorized to issue is ten thousand (10,000) shares, all of which shall be common shares with a par value of one dollar (\$1.00) per share. Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be nonassessable.

ARTICLE FIVE

Initial Registered Office and Registered Agent

The name and address of the initial registered agent and the principal office of this corporation is as follows:

John L. Robertson

5014 Gall Boulevard
Zephyrhills, Florida 33541

Principal Office

5014 Gall Boulevard
Zephyrhills, Florida 33541

The Board of Directors may, from time to time, move the location of the registered office to any other address in Florida, and may, from time to time, change the registered agent of the corporation.

ARTICLE SIX

Number of Directors

The number of Directors of this corporation shall not be less than one (1). The number of Directors may be increased or diminished from time to time in the manner determined by the By-Laws, but shall never be less than one (1).

ARTICLE SEVEN

Initial Board of Directors

The initial Board of Directors shall consist of two (2) members, who shall serve until the first annual meeting, or until their successors have been elected and qualified. The names and addresses of the initial Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
John L. Robertson	5014 Gall Boulevard Zephyrhills, Florida 33541
Carolyn W. Schrader	5014 Gall Boulevard Zephyrhills, Florida 33541

ARTICLE EIGHT

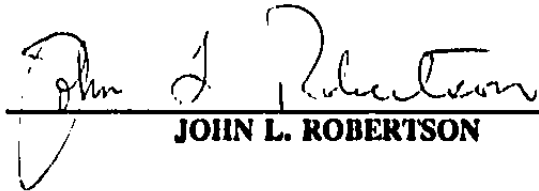
The name and street address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
John L. Robertson	5014 Gall Boulevard Zephyrhills, Florida 33541

ARTICLE NINE

Amendment to Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

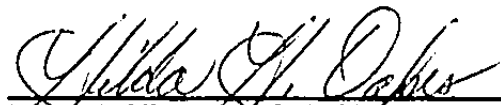


JOHN L. ROBERTSON

STATE OF FLORIDA)
)
COUNTY OF PASCO)

BEFORE ME, the undersigned authority, an officer duly qualified to take acknowledgments, personally appeared **JOHN L. ROBERTSON**, to me known to be the person described in and who signed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 3rd day of August, 1996.




Notary Public, State of Florida
HILDA H. OAKES
Notary Public, State of Florida
My Comm. Exp. Sept. 17, 1998
Comm. No. CC 406835

(Print, Type or Stamp Commissioned Name of Notary Public)

Personally Known OR Produced Identification
Type of Identification Produced, Florida Drivers License

ACCEPTANCE BY REGISTERED AGENT

JOHN L. ROBERTSON, having been designated to act as the registered agent of
MOM'S RESTAURANT, INC., hereby agrees to act in such capacity.



JOHN L. ROBERTSON

Date: August 3, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA