



P 99000042795
May 3, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
**STEINBERG
& YAFFE, P.A.**
767 ARTHUR GODFREY ROAD
MIAMI BEACH, FLORIDA 33140-3413
MIAMI-DADE (305) 538-2344
BROWARD (954) 462-2344
FAX (305) 538-0419
E-MAIL INBOX@SENATORLAW.COM

RE: SEA SHANTY, INC.

Gentlemen:

Please be advised that our office represents the purchaser of the name "Sea Shanty", which was previously owned by Sea Shanty, Inc.

PAUL B. STEINBERG*
ROBERT H. YAFFE
RICHARD L. STEINBERG
MORRIS L. STEINBERG (1908-1997)

Sea Shanty, Inc., is changing its name to SS Sale Corp., in accordance with the Articles of Amendment to Articles of Incorporation enclosed herewith.

*ALSO ADMITTED IN WASH., D.C.

Therefore, we have also enclosed new Articles of Incorporation for our client using the name, Sea Shanty, Inc., and would appreciate your proceeding to file said new corporation.

Enclosed herewith please find our check in the amount of \$122.50 (One Hundred Twenty Two Dollars and Fifty Cents) representing the fee for the filing of the Amendment to the Articles of Incorporation, and the new corporation. Please return certified copies of both documents to our office.

Should you have any questions, please contact the undersigned.

Very truly yours,

Paul B. Steinberg
PBS/sv
Enclosures
cc: Sam Boutsikos

100002863611--5
-05/05/99--01059--015
****122.50 ****78.75

PLEASE REPLY TO OUR
MIAMI BEACH OFFICE

NEW YORK
ASSOCIATED OFFICE
276 FIFTH AVENUE
SUITE 604
NEW YORK, N.Y. 10001
(212) 532-0008

REC-2000 MAY 13 1999

499-10825

ARTICLES OF INCORPORATION

OF

SEA SHANTY RESTAURANT, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

Name

The name of the corporation shall be:

SEA SHANTY RESTAURANT, INC.

ARTICLE II.

Nature of Business

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III.

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$5.00 par value. The corporation will begin business with \$500.00 in capital. The proceeds of stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE IV.

Principal Place of Business

The street address of the initial principal place of business of the corporation shall be

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TALLAHASSEE, FLORIDA

Victor's, 3445 Griffin Road, Ft. Lauderdale, Florida 33312, or such other location as the Board of Directors may designate.

**ARTICLE V.
Term of Existence**

This corporation shall exist perpetually.

**ARTICLE VI.
Initial Board of Directors**

This corporation shall have 1 Director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one.

**ARTICLE VII.
Subscriber**

The name and street address of the subscriber of this corporation is:

Richard L. Steinberg, Esq.
767 Arthur Godfrey Road
Miami Beach, FL 33140-3413

**ARTICLE VIII.
Officers**

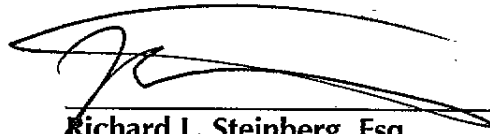
The name and street address of the officers of this corporation is:

NAME/ADDRESS	POSITION
Sarantis Boutsikos 5421 S.W. 43rd Terrace Ft. Lauderdale, Florida 33314	President/Director

**ARTICLE VIII.
Registered Office & Registered Agent**

The street address of the initial registered office of this corporation is 767 Arthur Godfrey Road, Miami Beach, FL 33140-3413, and the name of the initial registered agent of this corporation at that address is Paul B. Steinberg, Esq.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Miami Beach, Dade County, Florida, for the uses and purposes aforesaid, this 3 day of May, 1999.

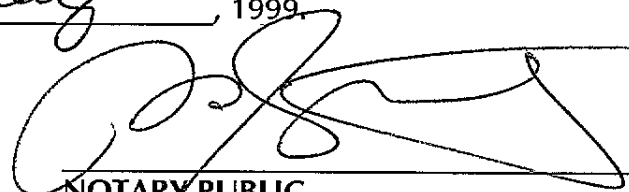


Richard L. Steinberg, Esq.
Subscriber


STATE OF FLORIDA)
)ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared **Richard L. Steinberg, Esq.**, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State aforesaid this 3 day of May, 1999.



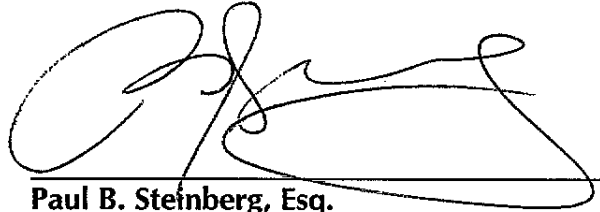
NOTARY PUBLIC
State of Florida at Large

 Paul B Steinberg
My Commission CC700924
Expires December 8, 2001

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as registered agent for **SEA SHANTY, RESTAURANT, INC.**, with the provisions of these Articles and the applicable Florida Statutes.

Dated this 3 day of May, 1999.



Paul B. Steinberg, Esq.
Registered Agent

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