



THE UNITED STATES  
CORPORATION  
COMPANY

# F99000005000

ACCOUNT NO. : 072100000032

REFERENCE : 384518 10463A

AUTHORIZATION : Patricia Pygub

COST LIMIT : \$ 78.75

ORDER DATE : September 23, 1999

ORDER TIME : 2:30 PM

600002995536--0

ORDER NO. : 384518-005

CUSTOMER NO: 10463A

CUSTOMER: Ms. Larissa K. Lincoln  
Cohen Norris Scherer  
Suite 400  
712 U.s. Highway 1  
North Palm Bch, FL 33408-7146

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 23 PM 4:51

FOREIGN FILINGS

NAME: JEFFREY INVESTMENTS INC. (6)

XXXX QUALIFICATION (TYPE: CO) W99 22049

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

RECEIVED  
99 SEP 23 PM 3:18  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

BK 9/23/99



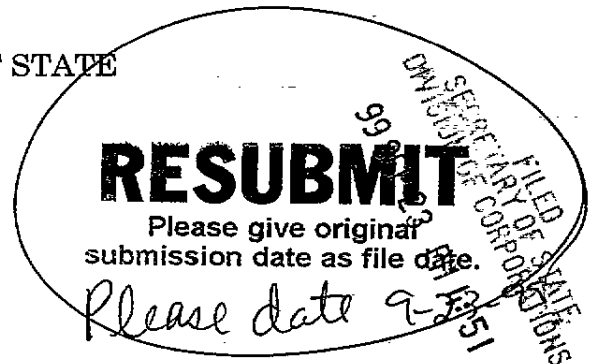
FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 23, 1999

TAMARA ODOM  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: JEFFREY INVESTMENTS INC.  
Ref. Number: W99000022049



We have received your document for JEFFREY INVESTMENTS INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 799A00046733

RECEIVED  
99 SEP 28 PM 1:39  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

FILED STATE  
SECRETARY OF CORPORATIONS  
99 SEP 23 PM 4:51

I, the undersigned TIMOTHY JEFFREY, do hereby certify  
(Name)

that this Resolution of the Board of Directors of JEFFREY INVESTMENTS INC.

JEFFREY INVESTMENTS INC.  
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware,


was duly adopted on September 27, 1999.

Be it resolved, that JEFFREY INVESTMENTS INC.  
(Corporate Name)

organized and existing in the State of Delaware, hereby adopts the name

T. JEFFREY INVESTMENTS INC. for use in Florida.

Dated: 9/27/99

  
Signature of either Chairman, Vice Chairman or any officer

TIMOTHY JEFFREY  
Type or print name

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
SEP 23 PM 5:11

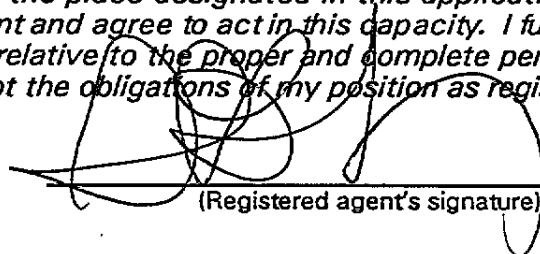
1. JEFFREY INVESTMENTS INC.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 38-3426426  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 21, 1998 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon authorization  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 11501 Ellison Wilson Rd.  
North Palm Beach, FL 33408  
(Current mailing address)
8. Restaurant Management  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

## 9. Name and street address of Florida registered agent:

Name: David B. Norris  
Office Address: 712 U.S. Highway One, Ste 400  
North Palm Beach, , Florida , 33408  
(Zip Code)

## 10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: Timothy J. Jeffrey

Address: 1 Old Fence Rd.

Palm Beach Gardens, FL 33418

Director: Pete L. Dolezal

Address: 502 Pelican Lane

Jupiter, FL 33458

B. OFFICERS

President: Timothy J. Jeffrey

Address: 1 Old Fence Rd.

Palm Beach Gardens, FL 33418

Vice President: Pete L. Dolezal  
Operations

Address: 502 Pelican Lane

Jupiter, FL 33458

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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DIVISION OF CORPORATIONS  
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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

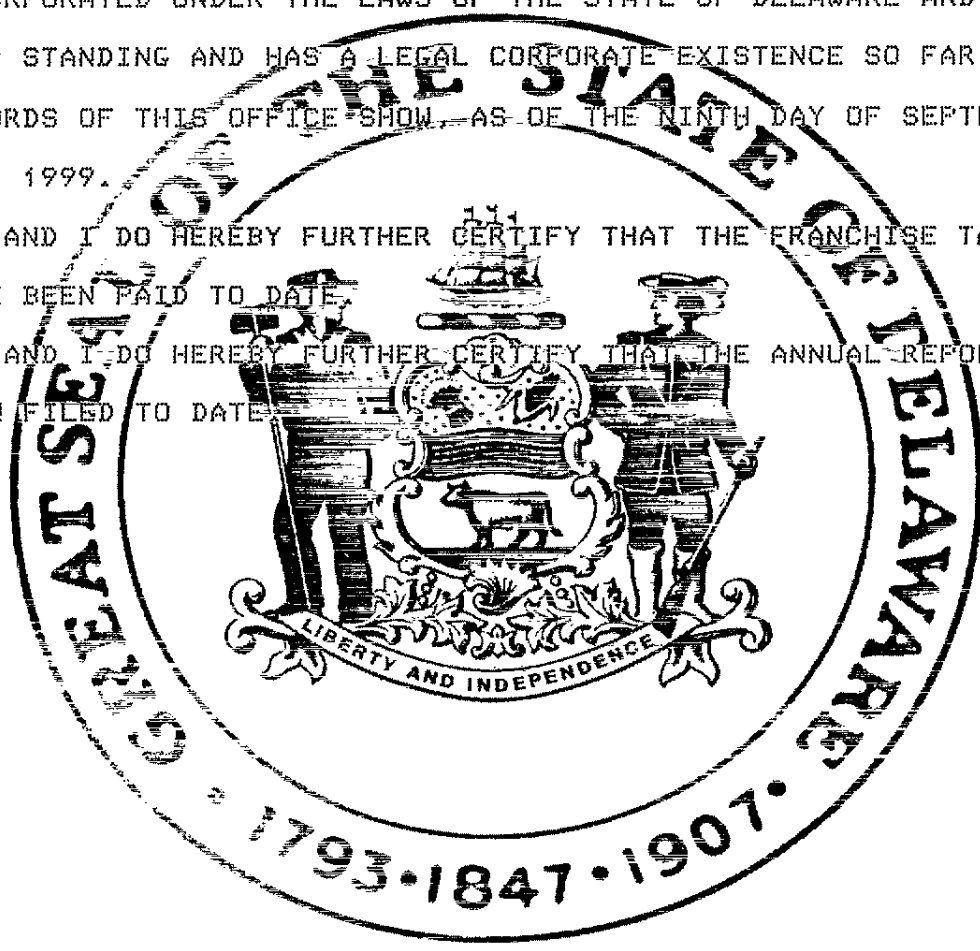
14. Timothy J. Jeffrey  
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JEFFREY INVESTMENTS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF SEPTEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 SEP 23 PM 4:51



*Edward J. Freel*

Edward J. Freel, Secretary of State

2936614 8300

991376863

AUTHENTICATION:

9961970

DATE:

09-09-99