DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL. 32314

TO WHOM IT MAY CONCERN:

ENCLOSED YOU WILL FIND OF ARTICLES OF INCORPORATION AND FILING FEES. AFTER THESE ARE REGISTERED WITH THE STATE WOULD YOU PLEASE FORWARD THE LETTER OF ACCEPTANCE TO THE FOLLOWING ADDRESS.

SINCERELY,

Vicki Vigna Vicki Vigna

6990 - 82ND AVENUE N PINELLAS PARK, FL. 33781 PHONE (727) 546-3797

10099773458510160 *****70.00 *****70.00

5,00

ARTICLES OF INCORPORATION OF SHIPSIDE CAFE, INC.

ARTICLE ONE

The name of the corporation is Shipside Cafe, Inc.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The nature of the business and the objectives and purposes proposed to be transacted, promoted, and carried on, are to engage in any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100) shares at \$1.00 per share par value common.

ARTICLE FIVE

The street address of the initial registered and principal office of the corporation is 98 Pinellas Bay Way, Tierra Verde, Fl. 33715. The initial registered agent is Edward Roberts.

ARTICLE SIX

The number of directors constituting the inital board of directors of the corporation is one (1). The name and address of the persons who are to serve as a member of the initial board of directors is:

Name

Address

Edward Roberts

- 98 Pinellas Bay Way Tierra Verde, Fl. 33715

SECRETARY OF STATES

ARTICLE SEVEN

The name and street address of the incorporator to these Articles of Incorporation is Edward Roberts, located at 98 Pinellas Bay Way, Teirra Verde, Fl. 33715.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand on this _____ day, of ______ 2000.

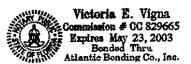
Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 9% day of May , 2000, by Edward Roberts.

<u>Nectoria</u> E. Vigna



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

In pursuance of Chapter 48.091, Florida Statues, the following is submitted in compliance with said Act.:

That Shipside Cafe, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Tierra Verde, State of Florida, has named Edward Roberts, located at 98 Pinellas Bay Way, City of Teirra Verde, County of Pinellas, State of Florida, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the abovestated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By: 45

DO MAY 11 PH 12: 18
SECRETARY OF STATI