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Law Offices of
Nicholas P. Sardelis, Jr.
Chartered

2033 Main Street
Suite 100
Sarasota, Florida 34237

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(941) 952-1661
Fax (941) 951-0924

July 11, 2000

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

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RE: SNJ Restaurants, Inc.

Dear Sir/Madam:

Herewith I hand to you the original and a duplicate of the Articles of Incorporation of the above-captioned corporation together with my office account check in the amount of \$122.50 for fees in connection with filing, designation of registered agent, and our file copy of recorded articles of incorporation together with charter number.

Thank you for your attention to this matter.

Sincerely,



Nicholas P. Sardelis, Jr.

NPS:paw
Enclosure: Articles of Incorporation

cc: Miguel Valle



**ARTICLES OF INCORPORATION
OF
SNJ Restaurants, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to the Articles of Incorporation, who are natural persons competent to contract, hereby form a corporation under the laws of the State of Florida as follows:

**ARTICLE I
NAME**

The name of the corporation shall be SNJ RESTAURANTS, Inc., a Florida corporation.

**ARTICLE II
TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III
PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE IV
POWERS**

This corporation shall have the power to have and exercise all lawful powers necessary or convenient to effect its lawful business purposes.

**ARTICLE V
AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VI
BYLAWS

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the board of directors of this corporation; provided, however, that the bylaws may provide that the power to alter, amend, or repeal the bylaws is reserved in the shareholders.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "common shares". All stock, when issued, shall be fully paid and non-assessable.

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock or treasury stock of this corporation or securities of the corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INCORPORATORS – (SUBSCRIBERS)

The names and address of the Incorporators (Subscribers) signing these articles are:

Name (s)

Address(es)

Miguel Valle

9494 Forest Hills Cir.
Sarasota, FL. 34238

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall initially have one (1) Director constituting the initial Board of Directors. The number of directors may be either be increased or decreased from time to time by the shareholders pursuant to the By-Laws; however, there shall never be less than one (1) Director nor more than five (5). Voting for Directors shall be under the cumulative vote system. The name and address of the initial Board of Directors of the corporation is:

<u>Name</u>	<u>Address</u>
Miguel Valle	9494 Forest Hills Cir. Sarasota, FL. 34238

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE IX
INITIAL REGISTERED OFFICE AND AGENT

The mailing address, principal office street address, and, the initial registered office of this corporation is: 9494 Forest Hills Cir., Sarasota, Florida 34238. The initial registered agent of this corporation at that address is, Miguel Valle.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this ____ day of July, 2000.

ACCEPTANCE

I, Miguel Valle, on this 10th day of July 2000 hereby agree, as Registered Agent, to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated

address) in some conspicuous place in the office as required by law. I am familiar with and accept the obligations of the position of registered agent.

Miguel Valle
Miguel, Registered Agent

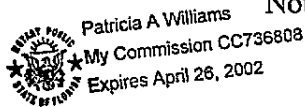
STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared MIGUEL VALLE, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation and has produced a NEW YORK DR. LIC. bearing number 992-654-303 as proof of identification.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 10TH day of JULY, 2000.

Patricia A Williams
Notary Public

My Commission Expires:



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