

FRAZIER, HOTTE & ASSOCIATES, P.A.

ATTORNEYS AT LAW

ROBERT W. FRAZIER, Jr., Esq.
JOHN F. HOTTE, Esq.

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Of Counsel:
Me DANIEL HOTTE*, LLL
*admitted to practice
only in the Province
of Quebec, Canada

October 20, 2000

State of Florida
Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

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*****70.00 *****70.00

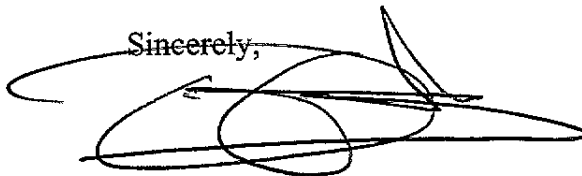
RE: KONQUEST, INC.

Dear Sir or Madam:

Enclosed herewith please an original and one copy of the Articles of Incorporation for KONQUEST, INC., together with our check in the amount of \$70.00 for the filing fee.

Should you require further assistance, or if you might have any questions or comments regarding the foregoing, please do not hesitate to contact me.

Sincerely,



John F. Hotte, Esq.

/jb
Enclosures

FILED
00 OCT 23 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/23/00

ARTICLES OF INCORPORATION

OF

KONQUEST, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

KONQUEST, INC.

The address of the principal office of this corporation shall be 6670 Tiburon Drive, Boca Raton, Florida 33433, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The purpose of this Corporation is the operation of a limited or full service restaurant and/or restaurant/lounge serving the general public and to engage or transact any or all lawful activities or business 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 1,000 shares of common stock having a \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308 and the name

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of the initial registered agent of this Corporation at this address is John F. Hotte, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) director, initially. The name and street address of the initial member of the Board of Director is:

Kathy A. Parfitt
6670 Tiburon Drive
Boca Raton, Florida 33433

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successors are appointed or elected is:

President: Kathy A. Parfitt
6670 Tiburon Drive
Boca Raton, Florida 33433

Vice President: Kathy A. Parfitt
6670 Tiburon Drive
Boca Raton, Florida 33433

Secretary: Kathy A. Parfitt
6670 Tiburon Drive
Boca Raton, Florida 33433

Treasurer: Kathy A. Parfitt
6670 Tiburon Drive
Boca Raton, Florida 33433

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Kathy A. Parfitt
6670 Tiburon Drive
Boca Raton, Florida 33433

IN WITNESS WHEREOF, the undersigned has hereunto set his hand on this
18th day of October, 2000.


KATHY A. PARFITT

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

I, JOHN F. HOTTE, ESQ., having a place of business at 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308 and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


JOHN F. HOTTE, ESQ.