

PO000000 115013

1231 - 17th Street, S.W.
Naples, Florida 34117
(941)455-9436

December 1, 2000

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

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*****78.75 *****78.75

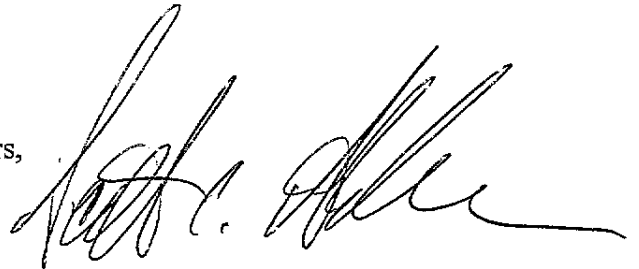
RE: MR. TAYLOR'S LUNCH BOX, INC.

Dear Sirs:

Enclosed for filing please find an original and one copy of Articles of Incorporation for the aforementioned. Our check in the amount of \$78.75 is enclosed for the filing, and registered agent designation fees.


Thank you.

Very truly yours,



Scott C. Helmer

Enclosures/3

 Raiza Serrano
My Commission CC612858
Expires January 12, 2001
Raiza Serrano
12/7/00

Dep
12/18

FILED
00 DEC 12 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MR. TAYLOR'S LUNCH BOX, 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: MR. TAYLOR'S LUNCH BOX, INC.

The principal place of business of this corporation shall be 1231 - 17th Street, S.W., Naples, Florida 34117.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 1000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1231 - 17th Street, S.W., Naples, Florida 34117, and the name of the initial registered agent of the corporation at that address is Scott C. Helmer.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

FILED
00 DEC 12 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. DIRECTORS

This corporation shall have two directors, initially. The names and street addresses of the initial members of the Board of Directors are:

Scott C. Helmer
1231 - 17th Street, S. W.
Naples, Florida 34117

Kori L. Helmer
1231 - 17th Street, S.W.
Naples, Florida 34117

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Scott C. Helmer, President,
Treasurer
1231 - 17th Street, S.W.
Naples, Florida 34117

Kori L. Helmer, Vice-President,
Secretary
1231 - 17th Street, S.W.
Naples, Florida 34117

ARTICLE IX. INCORPORATOR

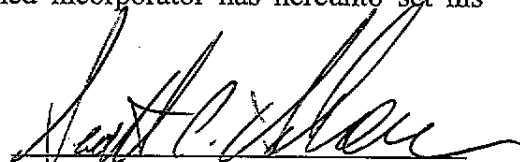
The name and street address of the incorporator to these Articles of Incorporation is:

Scott C. Helmer
1231 - 17th Street, S.W.
Naples, Florida 34117

X. AMENDMENTS

These Articles may be amended by majority vote of the Directors and Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand the 7 day of December, 2000.


Scott C. Helmer

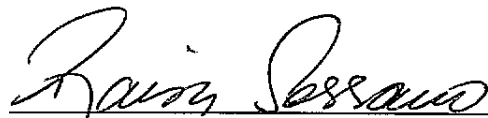
STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared Scott C. Helmer known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and who produced FL DL # H456-783-67-0625-0 as identification.

7 WITNESS my hand and official seal in the State and County last aforesaid on this day of December 2000.



Raiza Serrano
My Commission CC612858
Expires January 12, 2001


Notary Public

RAIZA SERRANO
Print Name of Notary
Certificate No. CC 612858
My Commission Expires: Jan 12 2001

DISIGNATION OF REGISTERED AGENT

OF

MR. TAYLOR'S LUNCH BOX, INC.

FILED
00 DEC 12 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

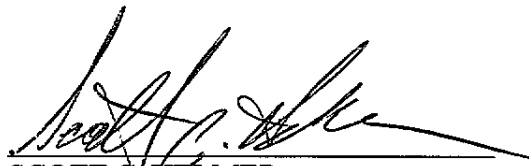
The above named corporation, desiring to organize under the laws of the State of Florida with its principal place of business and corporate offices, as indicated in the Articles of Incorporation at the City of Naples, Collier County, Florida, has named:

SCOTT C. HELMER

As its agent to accept service of process within this state, and as its registered agent for all purposes prescribed by the laws of the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process and to serve as its registered agent for all statutory purposes, at the place designated in this certificate, I hereby accept said designation, provisions of law relative to keeping open said office.


SCOTT C. HELMER
REGISTERED AGENT