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April 30, 2001

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

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation - Elysha Enterprises Corp.

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for the above-referenced corporation for filing with the Secretary of State.

Also enclosed is a check in the amount of \$78.75 covering the cost of filing fees. I would appreciate your sending a certified copy of the filed Article of Incorporation for Elysha Enterprises Corp., to the undersigned at your earliest convenience.

In the event you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,


N. SANDY KONIGSBERG

NSK/rg

Enclosures

FILED
01 MAY -1 PM 2:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T. Burch MAY 4 2001

FILED

01 MAY -1 PM 2:00

**ARTICLES OF INCORPORATION
OF
ELYSHA ENTERPRISES CORP.**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED subscriber to these Articles of Incorporation, each a natural person, competent to contract, hereby associates themselves together to form a corporation for profit under the laws of the State of Florida; and further does agree to the following conditions of said corporation:

**ARTICLE I
NAME**

ELYSHA ENTERPRISES CORP.

**ARTICLE II
NATURE OF BUSINESS**

This corporation is organized for the following purpose or purposes: food service / restaurant business.

**ARTICLE III
CAPITAL STOCK**

This corporation is authorized to issue a maximum of 100 shares of stock. The shares of stock authorized shall be common stock, having a par value of \$1.00 per share. The consideration to be apid for each share shall be fixed by the Board of Directors.

**ARTICLE IV
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The corporation's initial registered agent and registered office in the State of Florida shall be N. SANDY KONIGSBERG, ESQ., 3300 University Drive, Suite 311, Coral Springs, Florida 33065.

**ARTICLE V
INITIAL BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the corporation shall have noless than one (1) director at any time.

NAME

ADDRESS

Jay Grossman

6012 Plum Place, Tamarac, FL 33321

Bonnie Grossman

6012 Plum Place, Tamarac, FL 33321

The members of the first Board of Director shall hold office until the first annual meeting of the stockholders of the corporation.

ARTICLE VI INITIAL CORPORATE ADDRESS

The initial street address of the corporation is 6012 Plum Place, Tamarac, FL 33321

ARTICLE VII INCORPORATOR

The name and post office address of each incorporator executing these Articles of Incorporation are as follows:

NAME

ADDRESS

N. Sandy Konigsberg

3300 University Drive, Suite 311
Coral Springs, Florida 33065

ARTICLE VIII AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX COMMENCEMENT DATE

Corporation existence will commence on the date the Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE X TERM OF EXISTENCE

This corporation is to exist perpetually.

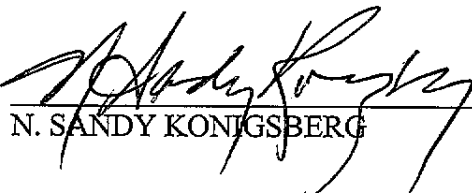
**ARTICLE XI
PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

**ARTICLE XII
SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

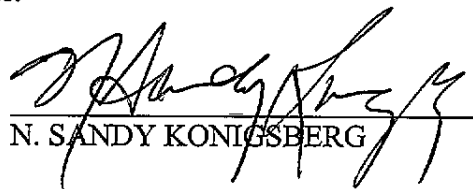
THE UNDERSIGNED Incorporator for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein contained are stated true.



N. SANDY KONIGSBERG

**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates N. Sandy Konigsberg, whose address is 3300 University Drive, Suite 311, Coral Springs, Florida 33065 as its registered agent to accept service of process within the State.



N. SANDY KONIGSBERG

The undersigned hereby accepts the foregoing designation as registered agent for service of process with the State of Florida and agrees to comply with the provisions of the law applicable to said designation.

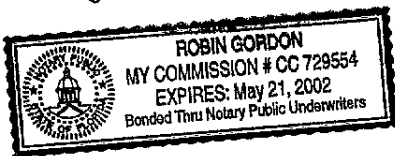


N. SANDY KONIGSBERG

STATE OF FLORIDA)
COUNTY OF BROWARD)

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared N. SANDY KONIGSBERG, known to me to be the person described in as Incorporator in the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and notarial seal at Coral Springs, Broward County, Florida, this 30th day of April, 2001.



Robin Gordon
Notary Public
State of Florida

My Commission Expires: