

Jul 2001

Fax Audit No.: H01000073930 9

**ARTICLES OF INCORPORATION
OF
CEDARS BISTRO, INCORPORATED**

The undersigned Incorporator subscribing to these Articles of Incorporation, being competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be: CEDARS BISTRO, INCORPORATED and its initial mailing address shall be: 645-D Cedar Ct., Long Boat Key, Florida 34228 The initial address of the Corporation's principal office shall be: 645-D Cedar Ct., Long Boat Key, Florida 34228.

ARTICLE II

The purpose of this Corporation is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Corporation shall have all powers given corporations under the Laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time shall be 1,000 shares of common stock having value of \$1.00.

ARTICLE IV

This Corporation is to exist perpetually.

Prepared By:
John E. Wickman, Esq.
Wickman & Wyckoff, P.A.
4909 Manatee Avenue West
Bradenton, FL 34209
(941) 795-6565
Florida Bar No. 0046884

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V

The name of the initial Registered Agent is **Wickman & Wyckoff, P.A.** The street address of the initial registered office of this Corporation is: 4909 Manatee Avenue West, Bradenton, Florida 34209. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

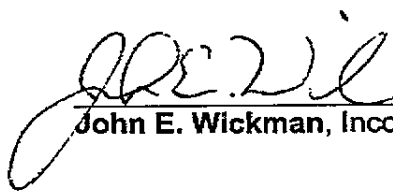
The name and address of each Incorporator of this Corporation is: John E. Wickman, 4909 Manatee Avenue West, Bradenton, Florida 34209.

ARTICLE VII

These Articles of Incorporation may be amended in the manner provided by law.

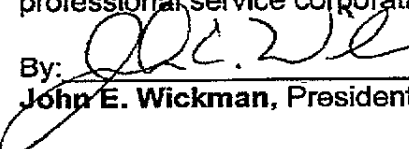
ARTICLE VIII

Pursuant to the provisions of Chapter 607, Florida Statutes, this Corporation shall begin in existence upon filing of these Articles of Incorporation with the Secretary of State.


John E. Wickman, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

Wickman & Wyckoff, P.A., a Florida
professional service corporation


By: John E. Wickman, PresidentSECRETARY OF STATE
TALLAHASSEE, FLORIDA

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