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MICHAEL J. APPLETON
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BRADLEY K. ALLEY

PLEASE REPLY TO:
POST OFFICE DRAWER 2366
WINTER PARK, FLORIDA 32790-2366
FACSIMILE (407) 740-0310

P01000062615

June 20, 2001

VIA FEDEX

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

000004434950--4
-06/21/01--01038--002
*****78.75 *****78.75

Re: Articles of Incorporation of Brotman Restaurants, Inc.

Gentlemen:

Enclosed is the original and a copy of the Articles of Incorporation of Brotman Restaurants, Inc., together with a check for \$78.75 to cover the filing fee, fee for designation of registered agent and certified copy fee.

Because the corporation's existence commences on the date of execution of the Articles, please see that the Articles are filed on or before June 25, 2001.

Once the Articles of Incorporation have been filed, please return the certified copy to this office.

Sincerely yours,



William P. Weatherford, Jr.

EFFECTIVE DATE
06-19-01

WPWjr/cc
Enclosures

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FILED
01 JUN 21 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
BROTMAN RESTAURANTS, INC.

FILED
01 JUN 21 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be BROTMAN RESTAURANTS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 443 River Isle Court, Longwood, Florida 32779.

ARTICLE III - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of execution of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

EFFECTIVE DATE
06-19-01

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 1031 W. Morse Blvd., Suite 105, Winter Park, Florida 32789. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is William P. Weatherford, Jr. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
William P. Weatherford, Jr.	1031 W. Morse Blvd., Suite 105 Winter Park, Florida 32789

ARTICLE VII - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of this Corporation shall be three (3).

B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

C. The name and address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
Ronald J. Brotman	443 River Isle Court Longwood, FL 32779
Lester M. Brotman	443 River Isle Court Longwood, FL 32779
Mary K. Brotman	443 River Isle Court Longwood, FL 32779

ARTICLE VIII - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Winter Park, Florida, this 1st day of June, 2001.



William P. Weatherford, Jr.

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: _____



William P. Weatherford, Jr.

Date: _____

June 19, 2001

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FILED
01 JUN 21 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA