

BERNARDO PROTANO, ESQUIRE, P.A.

2301 NORTH 22ND AVE.
HOLLYWOOD, FL 33020 U.S.A.

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June 28, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
ATTN: New Filings

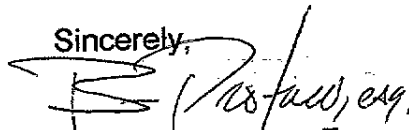
To whom it may concern:

Enclosed please find Articles of Incorporation for Speed Vision Cafe, Inc. These Articles are being submitted for the purpose of forming a new Florida Corporation. I am submitting 2 (two) copies of the Articles in order to have a certified copy returned to me in the enclosed self addressed stamped envelope.

Payment via check number 1058 in the amount of \$78.75 (seventy-eight dollars and seventy-five cents) to cover the filing fee, registered agent fee, and certified copy fee is enclosed.

If there are any questions or comments regarding these Articles or contents of the mailing, please feel free to contact this office at the above address or numbers the correct fax number is (954)920-2057. Thank you for your attention to this matter.

Sincerely,


Bernardo Protano, Esq.

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

enc.: Articles for Speed Vision Cafe, Inc. (2 sets)
SASE
Check Number 1058, \$ 78.75

FILED

01 JUL -2 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gjy/6

ARTICLES OF INCORPORATION

OF

Speed Vision Cafe, Inc.

01 JUL -2 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned, acting as Incorporator for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation.

ARTICLE I: The name of the Corporation is Speed Vision Cafe, Inc.

ARTICLE II: The principle place of business and mailing address of this Corporation shall be:

909 Mango Isle
Fort Lauderdale, Florida 33315

ARTICLE III: The aggregate number of shares of stock that Speed Vision Cafe, Inc. shall have the authority to issue and have outstanding at any one time is 1000 shares of the Capital Stock with a par value of \$.0025 per share.

Initial Issue: 1000 shares of the Capital Stock of Sped Vision Cafe, Inc. shall be issued by directive of the Board of Directors at a par value of \$.0025 per share.

Dividends: The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by

the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of Speed Vision Cafe, Inc.

Class of Stock: The shares of Speed Vision Cafe, Inc. are not to be divided into Classes. There shall be only one class of shares authorized, issued and outstanding.

ARTICLE IV: The name and Florida street address of the initial Registered Agent are:

BERNARDO PROTANO, ESQUIRE, P.A.
2301 NORTH 22ND AVENUE
HOLLYWOOD, FL 33020

ARTICLE V: The name and address of the Incorporator is:

BERNARDO PROTANO, ESQUIRE, P.A.
2301 NORTH 22ND AVENUE
HOLLYWOOD, FL 33020

ARTICLE VI: The purpose for which Speed Vision Cafe, Inc. is organized is to engage in the operation of food production and sales for retail and wholesale sales and any activity of business permitted under the laws of the state of Florida and of the United States.

ARTICLE VII: The initial Board of Directors shall consist of one Director, Rina Salafia, or her designee/successor; a director is not required to be a resident of the state of Florida nor be a shareholder of Speed Vision Cafe, Inc. However, Speed Vision Cafe, Inc. shall be authorized to increase or decrease the number of members of the Board of

Directors by a vote of two-thirds of the Shares of Stock in favor of such a proposal.

ARTICLE VIII: The name and address of the person who shall serve as Director until the first annual meeting of shareholders, or until a successor(s) shall have been elected and qualified, is as follows:

Rina Salafia
909 Mango Isle
Fort Lauderdale, Florida 33315

ARTICLE IX: Two-thirds of the Stockholders of Speed Vision Cafe, Inc. shall be required for any shareholder action.

ARTICLE X: The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a Stockholders meeting, with not less than a two-thirds vote of the stock.

ARTICLE XI: The holders of the stock of Speed Vision Cafe, Inc. shall have the preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such share(s) of the stock of Speed Vision Cafe, Inc. as may be issued for money, any property, or services from time to time, in addition to that stock authorized and issued by Speed Vision Cafe, Inc. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of stock held by the holder to all shares of stock currently authorized and issued.

ARTICLE XII: Where permitted by law, the Board of Directors will be permitted to conduct meetings of the Board of Directors by conference telephone call, provided two-thirds of the Board of Directors consent to said meeting via conference telephone call. Said consent must be confirmed in writing.

IN WITNESS OF, the undersigned has made and subscribed of these Articles of Incorporation in Broward County, Florida, on this 25th day of June, 2001.

B. Protano, Esq.
BERNARDO PROTANO, ESQUIRE, P.A.
INCORPORATOR

B. Protano, Esq.
BERNARDO PROTANO, ESQUIRE, P.A.
REGISTERED AGENT

FILED
01 JUL -2 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for Speed Vision Cafe, Inc.

B. Protano, Esq.
BERNARDO PROTANO, ESQUIRE, P.A.
REGISTERED AGENT

STATE OF FLORIDA:
COUNTY OF BROWARD:

BEFORE ME, the undersigned authority, personally appeared, BERNARDO PROTANO, ESQUIRE, P.A., who, has produced a valid form of identification and presented himself as the person described in and who subscribed the above Articles of Incorporation and he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the purpose and uses therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State last aforesaid on this 25 day of June, 2001.

Adeline P. Uluang
Notary Public - State of Florida
Seal:

