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O'BAKER COMPANY Accountants and Tax Consultants

2250 Lucien Way, Suite 120 . Maitland, Florida 32751-7006 . Phone 407-339-1210 . Fax 407-339-4205

August 7, 2001

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

Re: Aoba Japanese Restaurant, Inc.

FILED
01 AUG 10 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom it May Concern:

Enclosed please find \$78.75 check for Filing Fees (\$35.00), Register Agent Designation (\$35.00) and Certificate of Status (\$8.75) for the above referenced company.

Also enclosed are two sets of notarized Articles of Incorporation and Certificate of Resident Agent.

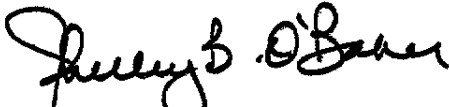
Please return all correspondence concerning this matter to the following:

Shelley B. O'Baker
O'Baker & Company
2250 Lucien Way, Suite 120
Maitland, Florida 32751

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

Should you have any questions, please do not hesitate to call this office at 407-339-1210.

Very truly yours,
O'Baker & Company


Shelley B. O'Baker

Enclosures

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**ARTICLES OF INCORPORATION
OF
AOBA JAPANESE RESTAURANT, INC.**

Article I - Name

The name of the corporation is: **Aoba Japanese Restaurant, Inc.**

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation may engage in or transact 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 IV - Capital Stock

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

Article V - 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 (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

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Article VI - Initial Registered Office and Agent

The street address and mailing address of the initial registered office of this corporation is: 2588 Maguire Road, Suite 201, Ocoee, Florida 34761. The name of the initial registered agent of this corporation at that address is: Jiro Tominaga.

Article VII - Initial Board of Directors

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time as permitted by the By-Laws, but shall never be less than one (1). The name and address of the Initial Director is: Jiro Tominaga, 2457 Copper Hill Loop, Ocoee, Florida 34761.

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is: Jiro Tominaga, 2588 Maguire Road, Suite 201, Ocoee, Florida 34761.

Article IX - Initial Officer

The name and address of initial officer shall be: Jiro Tominaga, 2457 Copper Hill Loop, Ocoee, Florida 34761 - President/Treasurer/Secretary.

Article X - By-Laws

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 6th day of August A.D., 2001.

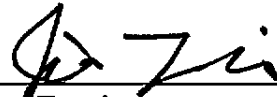


Jiro Tominaga - Incorporator

STATE OF FLORIDA

COUNTY OF Orange :

BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, **Jiro Tominaga**, well-known to me, who deposes and states that he is the person named in the above and foregoing "Articles of Incorporation", that he has read same over carefully, completely and thoroughly, and that to the best of Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are true, accurate and correct.



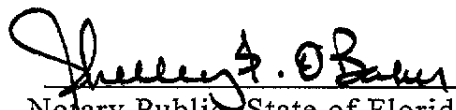
Jiro Tominaga

Form I.D. FL.P.L.

I.D. # T552-420-49-020-0

Expiration 1-20-06

SWORN and SUBSCRIBED to before me this 6th day of August,
A.D., 2001.



Notary Public, State of Florida

AT LARGE

My Commission Expires:
(N.P. Seal)

SHELLEY B. O'BAKER
Notary Public, State of Florida
My comm. exp. June 6, 2004
Comm. No. CC942798

State of Florida
Department of State

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE AND NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

The following is submitted in compliance with Section
48.091, Florida Statutes.

Aoba Japanese Restaurant, Inc., a corporation organized under the laws of
the State of Florida, with its principal office at: 2588 Maguire Road, Suite
201, Ocoee, Florida 34761, has named **Jiro Tominaga**, at that address, as its
Agent to accept service of process within this State.

Aoba Japanese Restaurant, Inc.


BY: 
Jiro Tominaga
Incorporator

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TALLAHASSEE, FLORIDA

FILED

ACCEPTANCE

Having been named to accept service of process for the above-stated
corporation, at the designated place in this certificate, I hereby agree to act in
this capacity, and I further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties.


Jiro Tominaga
Registered Agent