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JAMES N. CASESA, P.A.

Attorney at Law

MEMBER:  
FLORIDA BAR  
NEW YORK BAR

3845 FIFTH AVENUE NORTH  
ST. PETERSBURG, FLORIDA 33713-7537  
TELEPHONE (727) 323-4719  
FAX (727) 327-5554

CRAIG PLOTNER  
LEGAL ASSISTANT

IN REPLY REFER TO

September 24, 2001

Division of Corporations  
Secretary of State  
The Capitol  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: MOM'S ENTERPRISES, INC.

200004611182--7  
-09/25/01--01102--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

Enclosed is the signed original and one copy of the Articles of Incorporation of the above corporation. We have also enclosed a check in the amount of \$70.00 for the filing and designation of the registered agent.

Please process this at your earliest opportunity and return a date stamped uncertified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call us.

Very truly yours,

JAMES N. CASESA

JNC\kb

Enclosures

FILED  
01 SEP 25 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9-27-01  
WC

ARTICLES OF INCORPORATION  
FOR  
MOM'S ENTERPRISES, INC.

FILED  
01 SEP 25 AM 9:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is MOM'S ENTERPRISES, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To own and operate a restaurant.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to more fully accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is one thousand (1000). Such shares shall be of a single class and shall have a par value of one dollar (\$1.00) per share.

ARTICLE FIVE

The street address of the initial registered office of the Corporation and the name of it's initial registered agent at such address is:

Ekaterini "Kathy" Berdos  
2325 Willowtree Trail  
Clearwater, FL 33763-1631

The street address of the initial principal office of the Corporation is:

4816 North Dale Mabry Highway  
Tampa, Florida 33614

ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of each person who is to serve upon the initial board of directors are:

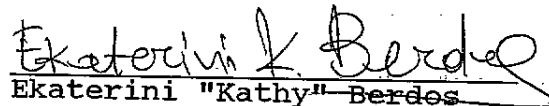
Ekaterini "Kathy" Berdos  
2325 Willowtree Trail  
Clearwater, FL 33763-1631

ARTICLE SEVEN

The name and address of the incorporator is:

Ekaterini "Kathy" Berdos  
2325 Willowtree Trail  
Clearwater, FL 33763-1631

EXECUTED by the undersigned at St. Petersburg, Pinellas County, Florida on the 24th day of September, 2001.

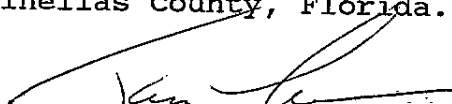
  
Ekaterini "Kathy" Berdos

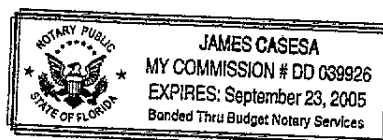
ACKNOWLEDGMENT

STATE OF FLORIDA)  
COUNTY OF PINELLAS)

BEFORE ME, personally appeared Ekaterini "Kathy" Berdos, who personally known to me or presented driver license as identification, and is to me well known to be the person described in and who executed the forgoing articles of incorporation and acknowledged to and before me that the said articles were executed for the purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL, this 24th day of September, 2001, at St. Petersburg, Pinellas County, Florida.

  
Notary Public  
My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

MOM'S ENTERPRISES, INC.

DESIRING TO ORGANIZED OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S PRINCIPAL PLACE OF BUSINESS AT CITY OF TAMPA, STATE OF FLORIDA HAS NAMED:

Ekaterini "Kathy" Berdos  
2325 Willowtree Trail  
Clearwater, FL 33763-1631

AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: Ekaterini K. Berdos  
TITLE: President  
DATE: 9-24-01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED 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.

SIGNATURE: Ekaterini K. Berdos  
DATE: 9-24-01

FILED  
01 SEP 25 AM 9:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA