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October 19, 2001

SECRETARY OF STATE
DIVISION OF CORPORATIONS
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA 32314

Re: Bayview Ct. Café, Inc.

600004654866--9

-10/26/01--01045--002

****122.50 *****78.75

To whom it may concern:

Enclosed are the original and one copy of the Articles of Incorporation Certificate and Acceptance of Registered Agent for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$ 122.50, representing payment of the following:

Filing Fee	\$ 35.00
Certified Copy Fee	\$ 52.50
Registered Agent Fee	<u>\$ 35.00</u>
Total	\$122.50

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Sincerely,


Janet L. Burns

enc.

cc: client

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01 NOV -5 AM 9:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE NOV - 6 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 26, 2001

JANET L. BURNS
MARSHALL L. COHEN, P.A.
1412 ROYAL PALM SWUARE BLVD STE 103
FT MYERS, FL 33919

SUBJECT: BAYVIEW CT. CAFE', INC.
Ref. Number: W01000024907

We have received your document for BAYVIEW CT. CAFE', INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Only one person may service as a registered agent. Please make correction and return to my attention.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 801A00059047

**ARTICLES OF INCORPORATION
OF
BAYVIEW CT. CAFÉ, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is: **Bayview CT. Café, Inc.**

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock, having a par value of \$.10 (ten cents) per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agents and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Name: Myles D. Piper
Address: 1414 Bayview Ct.
Fort Myers, Florida

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

Name: Myles D. Piper, Director
Address: 1414 Bayview Ct.
Fort Myers, Florida

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATORS.

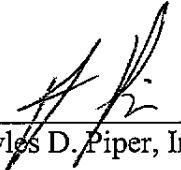
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Name: Myles D. Piper
Address: 2608 W. 7th St.
Lehigh Acers, Florida 33971

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation on this 30 day of October, 2001.

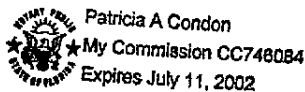


Myles D. Piper, Incorporator

STATE OF FLORIDA

COUNTY OF LEE

BEFORE ME, a Notary Public, personally appeared MYLES D. PIPER, to me known as the person described as Incorporator and showed personal identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 30 day of October, 2001.



Patricia A. Condon
Notary Public-State of Florida

PATRICIA A. CONDON
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally known _____ or Produced identification ✓

Type of Identification produced FL DR LIC

**CERTIFICATE AND ACCEPTANCE
OF REGISTERED AGENT**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That BAYVIEW CT. CAFÉ, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1414 Bayview Ct., Fort Myers, Florida, 33901 County of Lee, State of Florida, has named, Myles D. Piper, located at, 1414 Bayview Ct., Florida, County of Lee, State of Florida, and its agents to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



Myles D. Piper, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA