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Date
11/13/01

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

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-11/26/01-01070-007
****122.50 ****78.75

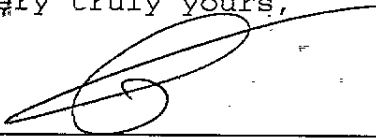
Re; Charlies Cafe, INC

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, certified copy of articles of Incorporation and Fee for Registered agent Designation for the above named corporation.

Very truly yours,


CHARLIES CAFE, INC.

(name of corp)

455 SW 78TH AVENUE

PLANTATION, FLORIDA 33324

Phone

954-818-1011

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 NOV 26 PM 12:40

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T. Burch NOV 29 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

CHARLIES CAFE, INC.

(name of corp)

The undersigned subscriber(s) to these Articles of incorporation; natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:
CHARLIES CAFE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares (100) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

CHARLIES CAFE, INC.

NAME: _____

ADDRESS: 455 SW 78TH AVENUE

CITY: PLANTATION FLORIDA ZIP 33324

The name and street address of the Initial Registered Agent of this Corporation is:

CHARLI PORTAL

NAME:

ADDRESS: 455 SW 78TH AVENUE

CITY: PLANTATION FLORIDA ZIP 33324

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME: CHARLI PORTAL

ADDRESS 455 SW 78TH AVENUE

CITY PLANTATION FLORIDA ZIP 33324

NAME:

ADDRESS

CITY FLORIDA ZIP

NAME:

ADDRESS:

CITY: FLORIDA ZIP

ARTICLE VII - INCORPORATORS

The names and address of the incorporators signing theses
Articles of Incorporation are as follows:

NAME: CHARLI PORTAL PRES/SEC

ADDRESS: 455 SW 78TH AVENUE

CITY: PLANTATION FLORIDA ZIP 33324

NAME:

ADDRESS:

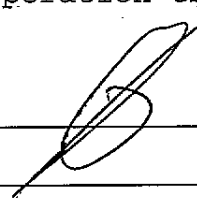
CITY: FLORIDA ZIP

NAME: _____

ADDRESS: _____

CITY: _____ FLORIDA _____ ZIP _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have
executed these Articles of Incorporation this 13TH day of
NOVEMBER, 2001.



STATE OF FLORIDA

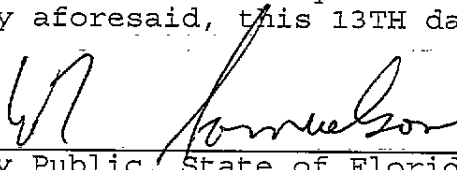
COUNTY OF BROWARD)

before me, a Notary Public authorized to take
acknowledgements in the State and County set forth above,
personally appeared

CHARLI PORTAL

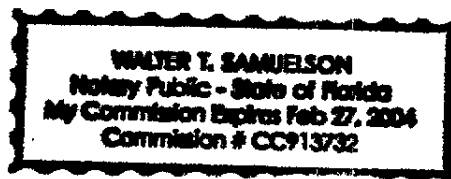
known to me and known to be the person(s) who executed the
foregoing Articles of Incorporation, and who acknowledged
before me that HE executed these Articles of
Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and
seal, in the State and County aforesaid, this 13TH day
of NOVEMBER, 2001.



Notary Public, State of Florida

My commission expires:



CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

CHARLIES CAFE, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501,
the following is submitted: The above corporation, desiring
to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of
Incorporation at

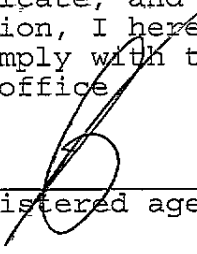
455 SW 78TH AVENUE PLANTATION, FL. 33324

has named CHARLI PORTAL

located at the aforesaid address, as its Registered Agent to
accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of
process for the above stated corporation at the place
designated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this
capacity, and agree to comply with the provisions of Florida
Law in keeping open said office.



registered agent

01 NOV 26 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED