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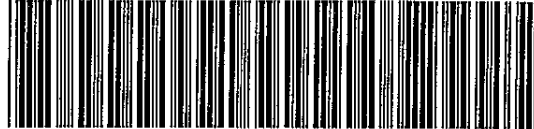
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F. CHEPBER FEB 5

JUDY A. ROMANO
Attorney at Law
6719 Winkler Road
Fort Myers, Florida 33919
(239) 437-5378
FAX (239) 437-5379

January 26, 2004

VIA FEDERAL EXPRESS

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Hero's Café of Bonita, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation for the above-referenced corporation. Please file the original and confirm such filing in writing at your earliest convenience.

A check in the amount of \$70.00 is enclosed for the filing fee.

Please contact me if you have questions or require additional information.

Thank you for your assistance.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Judy A. Romano', with a long horizontal flourish extending to the right.

Judy A. Romano

Enclosures

cc: Mr. James G. Stephens

**ARTICLES OF INCORPORATION
OF
HERO'S CAFÉ OF BONITA, INC.**

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The undersigned, for the purposes of forming a corporation under Section 607.0202 of the Florida Business Corporation Act, does hereby certify as follows:

ARTICLE I

Corporate Name and Address

The name of the Corporation is Hero's Café of Bonita, Inc., and the mailing address of the Corporation is 1380 31st Street, SW, Naples, Florida 34117.

ARTICLE II

Corporate Purpose

The Corporation is organized to transact any and all lawful business authorized by the Florida Business Corporation Act.

ARTICLE III

Authorized Stock

The aggregate number of shares of the Corporation shall be 1,000, all of which are to be voting common stock having a par value of \$1.00 per share.

ARTICLE IV

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 1380 31st Street, SW, Naples, Florida 34117. The name of the initial registered agent of the Corporation at the registered office shall be James G. Stephens.

ARTICLE V

Initial Board of Directors

The initial Board of Directors of the Corporation shall be comprised of two people. The Directors shall be elected annually in accordance with the By-laws. The number of Directors may be increased or decreased from time to time in accordance with the By-laws, but shall never be less than one. The names and addresses of the initial Directors to hold office until the first annual meeting of the Board of Directors, and until successors shall have been elected and qualify, are as follows:

James G. Stephens
1380 31st Street, SW
Naples, Florida 34117

Lydia A. Stephens
1380 31st Street, SW
Naples, Florida 34117

ARTICLE VI

Incorporator

The name and address of the Incorporator of the Corporation is:

James G. Stephens
1380 31st Street, SW
Naples, Florida 34117

ARTICLE VII

Commencement of Existence

The Corporation shall be deemed to commence on the date of filing of the Articles of Incorporation.

ARTICLE VIII

Duration

The term of existence of the Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 26th day of January, 2004.

James G. Stephens
James G. Stephens, Incorporator

STATE OF FLORIDA
COUNTY OF Lee

The foregoing instrument was acknowledged before me this 26th day of January, 2004, by James G. Stephens, who is personally known to me, or who produced _____ as identification.

Judy A. Romano
Notary Public
My Commission Expires:



JUDY A. ROMANO
MY COMMISSION # DD 203019
EXPIRES: August 12, 2007
Bonded Thru Budget Notary Services

CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE

Hero's Café of Bonita, Inc., in compliance with Section 48.091, Florida Statutes, submits the following:

Hero's Café of Bonita, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Bonita Springs, Collier County, Florida, has named James G. Stephens, as its registered agent to accept service of process within Florida.

Hero's Café of Bonita, Inc.,
a Florida corporation,

By: James G. Stephens
James G. Stephens, Incorporator

Date: 1-26-04

ACCEPTANCE OF REGISTERED AGENT

FOR

HERO'S CAFÉ OF BONITA, INC.

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I, James G. Stephens, having been named to accept service of process for Hero's Café of Bonita, Inc., at the place designated in the Articles of Incorporation, hereby accept the obligations of a registered agent under the Florida Business Corporation Act.

James G. Stephens
James G. Stephens

1-26-04
Date