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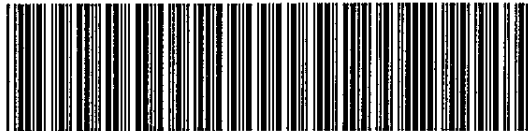
(Business Entity Name)

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☐ REPLY TO HOLLYWOOD OFFICE

**Via Federal Express**

February 4, 2004

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Articles of Incorporation  
New England Café

Dear Sir/Madam:

In connection with the referenced entity, enclosed please find the original Articles of Incorporation, together with a copy thereof, and this firm's check in the amount of \$78.75 representing the filing fee and certified copy fee.

Please return the certified copy of the Articles to our office in the enclosed, stamped, self-addressed envelope to our office.

Thank you for your prompt attention to this matter.

Very truly yours,



Andrew B. Blasi, Esq.

encs.

**ARTICLES OF INCORPORATION**

**OF**

**NEW ENGLAND CAFÉ, INC.**

FILED  
04 FEB -5 PM 4:2  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporators of a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation for such Corporation:

1. **NAME.** The name of the corporation is **NEW ENGLAND CAFÉ, INC.**

2. **PRINCIPAL OFFICE/MAILING ADDRESS.** The principal office and mailing address of the corporation is 14800 Cumberland Drive, Delray Beach, Florida 33446.

3. **SHARES.** The number of shares the corporation is authorized to issue is one thousand (1,000) shares. The par value for the authorized shares is One Dollar (\$1.00).

4. **PREEMPTIVE RIGHTS.** Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

5. **INITIAL REGISTERED OFFICE AND AGENT.** The name and street address of the initial registered agent and office of this corporation is:

Jonathan Simonelli

14800 Cumberland Drive  
Delray Beach, Florida 33446

6. INCORPORATOR. The names and addresses of the Incorporator is:

Jonathan Simonelli 14800 Cumberland Drive  
Delray Beach, Florida 33446

7. DIRECTORS. The names and addresses of the initial directors are:

Jonathan Simonelli 14800 Cumberland Drive  
Delray Beach, Florida 33446

David Hickey 14800 Cumberland Drive  
Delray Beach, Florida 33446

8. PURPOSE. The purpose of the Corporation is to conduct all lawful business as is permissible under the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 30 day of January, 2004.

STATE OF Florida )  
COUNTY OF Palm Beach )

J. Simonelli  
JONATHAN SIMONELLI

I HEREBY CERTIFY that on this 30 day of January, 2004, before me, an officer duly authorized in the State of Florida, County of Palm Beach, aforesaid to take acknowledgments, personally appeared JONATHAN SIMONELLI [ ☒ ] who is personally known to me, or [ ] who has produced \_\_\_\_\_ as identification, the person described in and who executed the foregoing instrument and [ ] who did [ ] who did not take an oath.

WITNESS my hand and official seal in the County of Palm Beach, State of Florida last aforesaid this 30 day of January, 2004.



Andrew B. Blasi  
Commission #DD256380  
Expires: Oct 25, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.

DM  
Notary Public, State of Florida

My Commission Expires:  
(PRINT NAME OF NOTARY PUBLIC)

ACCEPTANCE OF REGISTERED AGENT

Having been named as resident agent for the above-stated corporation, 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 and I accept the duties and obligations under the Florida Statutes.

  
Jonathan Simonelli

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

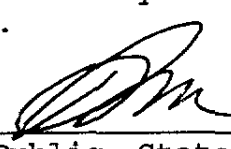
STATE OF Florida )  
 ) ss.  
COUNTY OF Palm Beach )

I HEREBY CERTIFY that on this 30 day of January, 2004, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **JONATHAN SIMONELLI**, [☒] who is personally known to me, or [☐] who has produced \_\_\_\_\_ as identification, the person described in and who executed the foregoing instrument.

WITNESS my hand and official seal in the County and State last aforesaid this 30 day of January, 2004.



Andrew B. Blasi  
Commission #DD256380  
Expires: Oct 25, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.

  
Notary Public, State of Florida

\_\_\_\_\_  
(Print Name of Notary)