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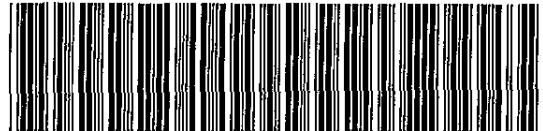
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Requestor's Name

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CORPORATION(S) NAME

Boscastle, Inc.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

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ARTICLES OF INCORPORATION
OF
BOSCASTLE, INC.

The undersigned incorporator to these articles of incorporation hereby forms a corporation (the "Corporation") under the laws of the State of Florida as follows:

ARTICLE I

Name

The name of the corporation is: BOSCASTLE, INC.

ARTICLE II

Term of Existence

The date when corporation existence shall commence shall be the date of the filing of these articles of incorporation by the offices of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

ARTICLE III

Nature of Business

The Corporation is organized to engage in every aspect of the business of maintaining a restaurant and related services and to engage in any and all other lawful business.

ARTICLE IV

Capital Stock

The Corporation is authorized to issue 100 shares of no par value common stock, which shall be designated common shares. Said 100 shares are owned as follows:

--Vanessa Kernick	80 shares
--Deborah Walker	10 shares
--Neil Archer	10 shares

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 504 Pinegrove Ave., Jupiter, FL 33458, and the name of its initial registered agent at such address is Vanessa Kernick.

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Articles Incorp.
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ARTICLE VI
Officers

Vanessa Kernick	President
Deborah Walker	Vice President
Neil Archer	Treasurer

ARTICLE VII
Directors

The Corporation shall have one (1) director initially. The number of directors may be increased from time to time by bylaws of the Corporation, provided that the Corporation shall always have at least one director. The name and address of the initial director of the Corporation who shall serve until her successor is duly elected and qualified are:

<u>Name</u>	<u>Address</u>
Vanessa Kernick	504 Pinegrove Ave. Jupiter, FL 33458

ARTICLE VIII
Principal Place of Business

The principal place of business of this Corporation shall be 504 Pinegrove Ave., Jupiter, FL 33458, which also shall be its mailing address. The Board of Directors may from time to time move the place of business of this Corporation.

ARTICLE IX
Incorporators

The name and address of the incorporator signing these articles of incorporation is:

Vanessa Kernick
504 Pinegrove Ave.
Jupiter, FL 33458

ARTICLE X
Voting Trusts

No shareholder of the Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

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Articles Incorp.
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ARTICLE XI
Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors of the Corporation.

ARTICLE XII
Amendment

These articles of incorporation may be amended in the manner provided by law.

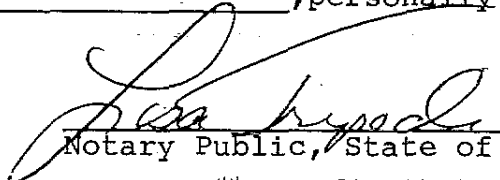
IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation this 27th day of May 2004.


VANESSA KERNICK

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing articles of incorporation were acknowledged before me this 27th day of May 2004, by VANESSA KERNICK, incorporator. (i.d. produced _____, personally known ✓)

My Commission Expires:


Notary Public, State of Florida



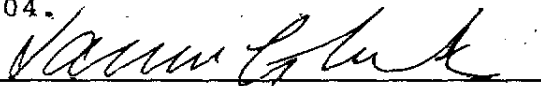
Lisa Tripodi
Commission # CC 941694
Expires July 21, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

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Articles Incorp.
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ACCEPTANCE BY REGISTERED AGENT

Having been named registered agent and having been designated to accept service of process for the corporation, at the place designated as the registered office, I hereby agree to serve as registered agent, to comply with all laws regarding the performance of my duties, and to accept the duties and obligations of Section 607.0505 Florida Statutes.

Dated this 27th day of May 2004.


VANESSA KERNICK

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