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DAVID A. SCHWARTZ
ATTORNEY AT LAW

8161 WEST BIRCHWATER DOULE VARD
SUITE 204
PLANTATION FLORIDA 33324

TELEPHONE (305) 472-0100
FAX (305) 472-0317

February 10, 1995

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
FEB 13 1995

Re: NEW YORK DELI OF BOCA, INC.
Articles of Incorporation

Gentlemen:

I enclose an originally executed set of Articles of Incorporation for the following corporation: New York Deli of Boca, Inc. Please file same with the Florida Secretary of State's office upon your receipt of these Articles, and return a certified copy to me by regular mail.

I enclose my check number 1344 in the amount of \$122.50. Thank you for your assistance in this matter.

Very truly yours,

David A. Schwartz

DAVID A. SCHWARTZ
Attorney at Law

DAS:pls

RECEIVED
FEB 13 AM 9:14

D. BROWN FEB 15 1995

ARTICLES OF INCORPORATION
OF
NEW YORK DELI OF BOCA, INC.

FILED
95 FEB 13 AM 9:14
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

IDENTIFICATION

The name of this corporation is NEW YORK DELI OF BOCA, INC., having a principal place of business at 2201 North Federal Highway, Boca Raton, Florida.

ARTICLE II

DURATION

This corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

ARTICLE III

AUTHORIZED SHARES

The capital stock of this corporation shall consist of 7,500 Shares of Common Stock of Ten Cents (\$0.10) par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. There shall be no preemptive right granted to the stockholders with respect to the shares of the corporation. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

ARTICLE IV

REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation and his address is as follows: David A. Schwartz, Esquire, 8181 West Broward Boulevard, Suite 204, Plantation, Florida 33324.

ARTICLE V

INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is as follows: Barry Stern, 2201 North Federal Highway, Boca Raton, Florida.

ARTICLE VI

ADDITIONAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting, and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation:

1. No person shall be required to own, hold, or control stock in the corporation as a condition precedent to holding an office in this corporation.

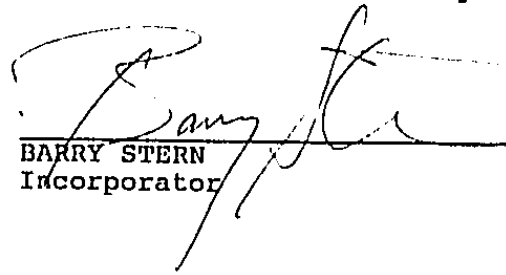
2. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.

3. This corporation shall indemnify any officer or Director, and any former officer or Director, to the full extent

provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.

4. The power to adopt, alter, and repeal By-laws shall be in the Board of Directors of the corporation or in the stockholders; By-laws adopted by the Board of Directors may be altered or repealed by the stockholder and vice versa, except that the stockholders may prescribe in any By-law made by them that such By-law shall not be altered, amended, or repealed by the Board of Directors.

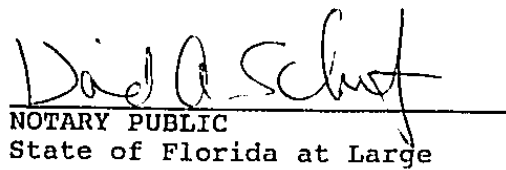
IN WITNESS WHEREOF, the undersigned, has made and subscribed these Articles of Incorporation at Fort Lauderdale, Florida, for the uses and purposes aforesaid this 10th day of February, 1995.


BARRY STERN
Incorporator

STATE OF FLORIDA)
):SS.
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 10th day of February, 1995 by BARRY STERN, who is personally known to me and who did not take an oath.

DAVID A. SCHWARTZ
Notary Public, State of Florida
My Comm. Expires June 25, 1998
No. CC 379291
Bonded thru Official Notary Service


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

DAVID A. SCHWARTZ
Notary Public, State of Florida
My Comm. Expires June 25, 1998
No. CC 379291
Bonded thru Official Notary Service

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said Act:

NEW YORK DELI OF BOCA, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Boca Raton, State of Florida, has named DAVID A. SCHWARTZ, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and I agree to comply with the provision of said Act relative to keeping open said office and I accept the obligations of Section 607.0505 of the Florida Statutes.

By David A. Schwartz
DAVID A. SCHWARTZ

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SECRETARY OF STATE