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HEIDGERD, MARTIN & BENNIS, P.A.

FREDERICK C. HEIDGERD
ROBERT C. MARTIN
RANDY M. BENNIS

March 6, 1995

SUITE 300
800 SOUTHEAST 3RD AVENUE
FORT LAUDERDALE, FLORIDA 33301
FAX (305) 522-0610
TELEPHONE (305) 524-5331

Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: HAMILTON HOUSE CATERERS, INC.

Dear Sir/Madam:

Enclosed herewith please find the following:

1. Duplicate originals of Articles of Incorporation for Hamilton House Caterers, Inc.;
2. Original and one (1) copy of the Certificate Designating Place of Business, etc.;
3. Application for Registration of Fictitious Name of Hamilton House Caterers, Inc.;
4. Application for Registration of Fictitious Name of Hamilton House Caterers with Section 4 completed cancelling Hamilton House Associates Limited Partnership;
5. Our firm check in the sum of \$122.50, filing fee for the Articles of Incorporation; and
6. Our firm check in the sum of \$80.00, filing fee for the fictitious name.

All documents are being forwarded together as the clerk in the Division of Corporation advised that it would be easier to form the corporation, cancel the fictitious name for Hamilton House Caterers from Hamilton House Associates Limited Partnership, and register the name Hamilton House Caterers with the new corporation Hamilton House Caterers, Inc.

DMC
3/14/95

RECEIVED
MAR 10 1995
TALLAHASSEE, FLORIDA
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Secretary of State, State of Florida
Division of Corporations
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Please return a certified copy of the Articles of Incorporation along with your charter certificate as soon as possible. Additionally, please send whatever documentation you send with the fictitious name filing.

Should you have any questions, please feel free to contact me.

Very truly yours,

HEIDGERD, MARTIN & BENNIS, P.A.


Randy M. Bennis

RMB/lmb
Enclosures

cc: Hamilton House Caterers, Inc.

ARTICLES OF INCORPORATION
OF
HAMILTON HOUSE CATERERS, INC.

FILED

95 MAR 10 AM 10:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby acknowledges the following Articles of Incorporation by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

HAMILTON HOUSE CATERERS, INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, viz:

A. To do any and all things related to the performance of a catering business.

B. This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Florida Statutes and permitted under the provisions of Chapter 607, Florida Statutes, as such Chapter may be hereinafter amended; to include additional purposes and allowable transactions; and to otherwise do any and all things in a corporate capacity not otherwise inconsistent with the laws of the State of

Florida and the United States of America regulating corporations for profit.

ARTICLE III

This corporation is authorized to issue and have outstanding at any one time an aggregate number of One Hundred (100) shares of one class of common stock with a value of One Dollar (\$1.00) per share, which shall be the only class of stock issued by the corporation.

All of said stock shall be payable in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The effective date of the corporate existence of this corporation shall be from the date of the filing of this charter with the Secretary of State of the State of Florida; and this corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE V

The corporation's initial Registered Agent and the Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: ROBERT H. MAINGUY

INITIAL REGISTERED OFFICE: 8500 West Sunrise Boulevard
Plantation, Florida 33322

PRINCIPAL OFFICE AND
MAILING ADDRESS: Same as Above

The corporation may have such other place of business, both within and without the State of Florida, and in foreign countries, as may be necessary or convenient.

ARTICLE VI

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws, but shall never be less than one (1) or more than fifteen (15). The name and address of the director, who shall hold office for the first year or until his successor is chosen in accordance with the By-Laws properly implemented is:

ROBERT H. MAINGUY
8500 West Sunrise Boulevard
Plantation, Florida 33322

ARTICLE VII

The name and address of the incorporator and subscriber hereto executing these Articles of Incorporation is: ROBERT H. MAINGUY, 8500 West Sunrise Boulevard, Plantation, Florida 33322.

ARTICLE VIII

The corporation shall indemnify each officer, incorporator, or director, to the full extent permitted by the laws of the State of Florida limited only as set forth in the By-laws. The corporation shall defend, indemnify and hold such officer, incorporator, or director harmless of and from any claims which may be presented against him arising out of his official actions on behalf of the corporation or the furtherance of the corporation's business. This indemnification shall be made so long as the actions were undertaken in good faith for the best interests of the corporation.

ARTICLE IX

The original incorporator of this corporation shall have the right, after the organization of same, to assign and deliver his

subscription of stock herein to any other persons who may hereafter become subscribers to the capital stock of this corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporator, and assume and carry out all of the rights, liabilities, and duties entailed by said subscription, subject to the laws of the State of Florida and the execution of this power.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 3rd day of March, 1995.

Robert H. Mainguy
ROBERT H. MAINGUY

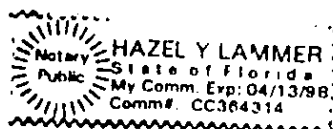
STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Robert H. Mainguy to me know and well known to me to be the person of the name described in and who acknowledged to me that he executed the foregoing Articles of Incorporation as his free and voluntary act and deed, for the uses and purposes herein set forth and expressed. Robert H. Mainguy provided _____ as identification (or is personally known to me) and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.

Hazel Y. Lammer
I, _____, Notary Public, State of Florida
(Name: Hazel Y. Lammer)

My commission expires:



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

FILED
95 MAR 10 AM 10:02
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said Act:

First--That HAMILTON HOUSE CATERERS, INC. desiring to organize
under the laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation at City of Fort
Lauderdale, County of Broward, State of Florida has named ROBERT H.
MAINGUY located at 8500 West Sunrise Boulevard, City of Plantation,
County of Broward, State of Florida, as its agent to accept service
of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

Date: March 3, 1995

BY: Robert H. Mainguy
Robert H. Mainguy
(Registered Agent)