

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____
PHONE () _____Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

MAR 17 1995 BSD

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY			

WALK-IN
Will Pick Up 3:17 11/10/95RE: N.G.L. Management, Inc.

	C.C. FEE.	DISBURSED
Capital Case		
Art. of Amend.		
Corp. Partnership Search		
Corp. Partnership File		
Foreign Corp. File		
Cart. Copy(s)		
Photo Copy	200001432778 03/17/95 0104 005 *****70.00 *****70.00	
Art. of Amend. File		
Dissolution/Withdrawal		
C U S.		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF

N.G.L. MANAGEMENT, INC.

FILED
95 MAR 17 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation under Chapter 607, the Florida General Corporation Act, does hereby certify:

Article 1

The name of this corporation (which is hereinafter called the "Corporation") shall be:

N.G.L. Management, Inc.

and the principal place of business will be 3822 Highway 98 East, Destin, Florida 32541 and the mailing address is 3822 Highway 98 East, Destin, Florida 32541.

Article 2

The purpose or purposes for which the Corporation is formed are:

- a. To engage in the business of food management services.
- b. To transact any other lawful business for which corporations may be incorporated under the Act.
- c. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

Article 3

The Corporation shall have perpetual existence.

Article 4

The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock with a par value of One Dollar per share.

Article 5

The street address of the initial registered office of the Corporation is Suite 5, 743 Highway 98 East, Destin, FL 32541, and the name of the initial registered agent of the Corporation is Robert E. McGill, III, Esquire.

Article 6

The Board of Directors of the Corporation shall conduct the affairs of the Corporation and shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the shareholders in accordance with the Bylaws of the Corporation. The names and addresses of the initial Board of Directors of the Corporation who shall hold office until their successors have been duly elected and qualified, are as follows:

NAME

ADDRESS

Nile G. Latta

3822 Highway 98 East
Destin, Florida 32541

Article 7

The name and address of each incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

Nile G. Latta

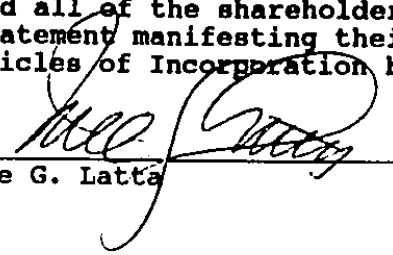
3822 Highway 98 East
Destin, Florida 32541

Article 8

Pursuant to Subsection 607.0901(5), Florida Statutes, the Affiliated Transactions provision contained in Section 607.0901, Florida Statutes, shall not apply nor have any application to this corporation.

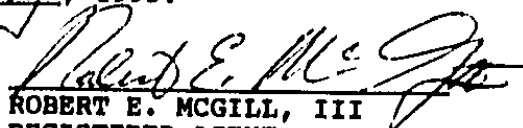
Article 9

These Articles of Incorporation may be amended in the manner provided by law. Amendments may be proposed by the Board of Directors to the shareholders, and adopted upon the vote of a majority of the shareholders entitled to vote. The shareholders may amend the Articles of incorporation without an act of the Directors, and all of the Directors and all of the shareholders eligible to vote may sign a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted.


Nile G. Latta

Having been named to accept Service of Process for the above stated Corporation, at the place designated in these Articles, 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.

Dated this 21st day of February, 1995.


ROBERT E. MCGILL, III
REGISTERED AGENT

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FILED
JAN 17 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA