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95 APR 12 PM 2:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 578399 81067A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : April 12, 1995

ORDER TIME : 10:14 AM

ORDER NO. : 578399

CUSTOMER NO: 81067A

600001454376
-04/12/95--01060--006
*****70.00 *****70.00

CUSTOMER: Ms. Darla Swab
GEORGE P. LANGFORD, ESQ

3357 Tamiami Trail, North

Naples, FL 33940

DOMESTIC FILING

NAME: CULINARY CONCEPTS, INC.

*Vertical stamp: APR 12 2:18:12
Secretary of State
Tallahassee, Florida*

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

4/12/95 BSB

GEORGE P. LANGFORD

Attorney at Law

TAMIAMI CENTER
3357 TAMIAMI TRAIL, NORTH
NAPLES, FLORIDA 33940

TELEPHONE (813) 262-2011
FAX (813) 262-0902

March 22, 1995

Office of the Secretary of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

Re: CULINARY CONCEPTS, INC.

Ladies/Gentlemen:

Enclosed are the following documents in connection with the above referenced incorporation:

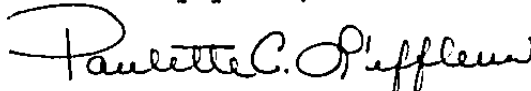
1. Original and one copy of Articles of Incorporation;
2. Designation of Registered Agent and one copy; and
3. Our firm's check in the amount of \$70.00 covering the following:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00

Upon approval, please return a file **stamped copy** of the Articles of Incorporation, together with a prepaid **Registered Agent Designation**, to this office.

Thank you.

Sincerely yours,



Paulette C. L'effleur
Legal Assistant

Enclosures

ARTICLES OF INCORPORATION
OF
CULINARY CONCEPTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby agree to become a corporation for profit under the provisions of Chapter 607, Florida Statutes, and hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on corporations pursuant to the provisions thereof, and does hereby make, subscribe, certify, acknowledge and file these Articles of Incorporation as follows:

ARTICLE I

The nature of the business and objects and purposes to be transacted and carried on by this corporation are to do any and all of the things as fully and to the same extent as natural persons might or could do in all parts of the world. The corporation may engage in any activity or business permitted under the laws of the United States or of this State.

No contract or other transaction between the corporation or any other corporation, shall be effected or invalidated by the fact that any one or more of the stockholders of this corporation is or are interested in, or is a stockholder or officer or are stockholders or officers of such other corporations, and any stockholder or stockholders or officer or officers, individually or jointly may be a party or parties to, or may be interested in any contract or transaction of this corporation, or in which this corporation is interested and no contract, act or transaction of this corporation with any person or persons, firms or corporations

shall be effected or invalidated by the fact that any stockholder or stockholders of this corporation is a party to or are parties to or are interested in such contract, act, transaction, or in any way connected with such person or persons, firms or associations, and each and every person who may become a stockholder of this corporation is hereby relieved from any and all liabilities that might otherwise exist from contracting with the corporation for the benefit of himself or any firm or corporation in which he may in anywise be interested.

ARTICLE II

The name of the corporation shall be: CULINARY CONCEPTS, INC.

ARTICLE III

The authorized capital stock of this corporation is 1,000 shares, with a no par value.

ARTICLE IV

The corporation shall come into existence on filing of these Articles with the Secretary of State of the State of Florida, and shall continue perpetually unless sooner dissolved by law.

ARTICLE V

The corporation shall begin business with a capital of not less than Five Hundred Dollars (\$500.00).

ARTICLE VI

The principal place of business of this corporation shall be: 853 Fifth Avenue South, Naples, Florida 33940.

ARTICLE VII

The business of the corporation shall be managed and conducted by a Board of Directors of not less than two (2) nor more than five (5) members as from time to time are determined by the stockholders, or by the directors, in accordance with the By-Laws of the Corporation. The initial Board of Directors shall be composed of two (2) directors, and the name and address of each initial director is as follows:

Tom Gilbertson
1404 Delavina Street
Santa Barbara, CA 93101

Greg Quillen
853 Fifth Avenue South
Naples, FL 33940

ARTICLE VIII

The street address of the initial registered office of this corporation is: 3357 Tamiami Trail N., Naples, FL 33940, and the name and address of the initial registered agent of this corporation is: George P. Langford, 3357 Tamiami Trail N., Naples, FL 33940.

ARTICLE IX

The name and address of the person forming this corporation is: Greg Quillen, 853 Fifth Avenue South, Naples, FL 33940.

ARTICLE X

The annual meeting of the stockholders shall be held at the office of the corporation on first tuesday of April of each and every year. The executive officers of this corporation shall be a President, a Secretary, a Treasurer, and at the option of the stockholders, one or more Vice-Presidents. The office of any two

or more may be held by the same person. Such executive officers shall be elected by the stockholders at each annual meeting as aforesaid. The stockholders shall have the power to fill any vacancy in any office.

ARTICLE XI

The first meeting of the incorporator and stockholders for the purpose of organizing and adopting By-laws and election of officers shall be held at the office of the corporation.

IN WITNESS WHEREOF, the party hereto has hereunto set his hand and seal this 22nd day of March, 1995.



GREG QUILLEN

STATE OF FLORIDA
COUNTY OF COLLIER

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared], to me known to be the person described in and who executed the foregoing Articles of Incorporation, and GREG QUILLEN acknowledged before me that he executed the same.

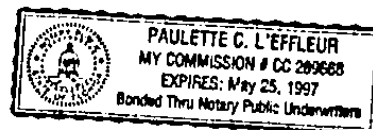
WITNESS my hand and official seal at Naples, said State and County, this 22nd day of March, 1995.



Notary Public

My commission expires:

(Notary Seal)




CERTIFICATE OF PLACE OF BUSINESS
AND DESIGNATION OF RESIDENT AGENT OF
CULINARY CONCEPTS, INC.

FILED

05 APR 12 PM 2: 57


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

That CULINARY CONCEPTS, INC., desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the Articles of Incorporation located in Naples, County of Collier, State of Florida, has named GEORGE P. LANGFORD, whose address is 3357 Tamiami Trail N., Naples, FL 33940, as its agent to accept service of process in this State, and designates said address as the Registered Office.



GREG QUILLEN, Incorporator

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



GEORGE P. LANGFORD