

P950000 42554
Cover Number Only

5/31/95

Tescher Chaves & Hochman
Requestor's Name
9100 S. Dadeland Blvd PH-1
Address
Miami FL 33156
City State ZIP Phone
670-0444 D

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DIVISION OF CORPORATION
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CORPORATION(S) NAME

Blondie's Diner, INC.

- (X) Profit
() NonProfit
() Foreign
() Limited Partnership
() Reinstatement
(X) Certified Copy
() Call When Ready
(X) Walk In
- () Amendment
() Dissolution
() Annual Report
() Reservation
() Photo Copies
() Will Wait
- () Merger
() Mark
() Other
() Change of Registered Agent
() Certificate Under Seal
() After 4:30
(X) Pick Up
() Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

F. CHESSER JUN 1 1995

TESCHER CHAVES HOCHMAN RUBIN & MULLER, P.A.

Attorneys-at-Law

Robert A. Chaves
Deborah Plaks Hochman
Michael W. Kirshon
Charles E. Muller II
Charles D. Rubin
Donald R. Tescher

of counsel
Dale A. Heckerling
William C. Lewis, Jr., P.A.

One Dalran Center
Penthouse I
9100 South Dadeland Boulevard
Miami, Florida 33156-7819

Telephone (305) 670-0444
Broward (800) 782-6392
Fax (305) 670-0734

Ft. Lauderdale:
Trade Centre South
100 W. Cypress Creek Road
Suite 900
Ft. Lauderdale, Florida 33309
Telephone (305) 758-1600

May 31, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: BLONDIE'S DINER, INC.

Gentlemen:

Enclosed herewith are the original and two (2) copies of the Articles of Incorporation of the above-named proposed Florida corporation.

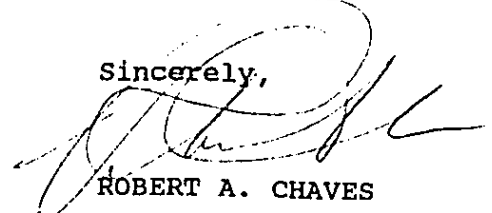
Also enclosed is a check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$35.00
Certified Copy Fee	\$52.50
Resident Agent Fee	\$35.00

Please file the enclosed Articles of Incorporation and advise the undersigned as soon as this has been completed.

Thank you for your courtesies in this matter.

Sincerely,


ROBERT A. CHAVES

RAC/mas
Enclosures

chaves.ter\depstate.ltr

FILED
JUN - 1 1995
11:00
TALLAHASSEE, FLA.

**ARTICLES OF INCORPORATION
OF
BLONDIE'S DINER, INC.**

The undersigned Incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME.

The name of this Corporation is:
BLONDIE'S DINER, INC.

FILED
1975 JUN -1 11 1:00
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Five Thousand (5,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS.

The principal office and mailing address of the corporation is:

12325 S.W. 100 Avenue
Miami, Florida 33176

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

M & W AGENTS, INC.
Penthouse I
9100 South Dadeland Boulevard
Miami, Florida 33156

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have one (2) Directors initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Shareholders, but shall never be less than one (1).

ARTICLE VIII. INITIAL DIRECTOR.

The names of the initial Directors of this Corporation and their street addresses are:

Terry Chaves
12325 S.W. 100 Avenue
Miami, Florida 33176

Paula Carter
9895 S.W. 96 Street
Miami, Florida 33176

The persons named as initial Directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR.

The name and street address of the corporation signing these Articles of Incorporation as the Incorporator are:

Terry Chaves
12325 S.W. 100 Avenue
Miami, Florida 33176


ARTICLE X. CONFLICT OF INTEREST.

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the Officers or Directors of this Corporation are Officers or Directors of the said other corporation, or by reason of the fact that one or more of the Officers or Directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XI. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

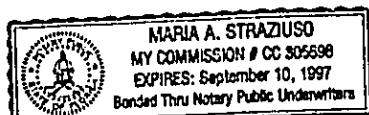
IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation this 30th day of May, 1995.


Terry Chaves


STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared Terry Chaves, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 30th day of May, 1995.



My commission expires:


Notary Public
State of Florida at Large

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

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted, in compliance with said Sections:

That BLONDIE'S DINER, INC., desiring to organize under the laws of the State of Florida, has named M & W AGENTS, INC., located at Penthouse I, 9100 S. Dadeland Boulevard, Miami, County of Dade, State of Florida, 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 the place designated in this certificate, M & W AGENTS, INC. hereby agrees to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.

Dated this 30th day of May, 1995.

M & W AGENTS, INC.

By: 

Robert A. Chaves
Vice President