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LAW OFFICES
NEILL GRIFFIN JEFFRIES & LLOYD

CHARTERED

10 SOUTH BUCHHEIM STREET
FORT PIERCE, FLORIDA 34980

RICHARD V. NEILL
CHRISTOPHER GRIFFIN
MICHAEL JEFFRIES
ROBERT M. LLOYD
J. STEPHEN TIERNEY, III
RICHARD V. NEILL, JR.
CHLOE WEINBAUM

MAILING ADDRESS
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FORT PIERCE, FL 34984
TELEPHONE (407) 464-8200
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August 11, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-08/14/95--01137--005
****122.50 ****122.50

Re: The Flavorful Palato, Inc.

Gentlemen:

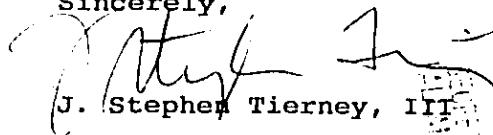
Enclosed is an original and a copy of the Articles of Incorporation of the above referenced corporation. Please file the original, certify, and indicate the filing date on the copy, and return the certified copy to me.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated:

A. Articles Of Incorporation filing fee:	\$ 35.00
B. Certified copy of Articles Of Incorporation:	52.50
C. Registered Agent Designation Filing Fee:	35.00
	<hr/>
	\$122.50

Thank you for your cooperation.

Sincerely,


J. Stephen Tierney, III

JST/jw
Enclosures

AUG 15 1995. BSB

FILED
AUG 14 AM 9:22
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
95 AUG 14 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE FLAVORFUL PALATE, INC.

ARTICLE I - NAME

The name of the corporation is THE FLAVORFUL PALATE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually commencing as of the date these Articles are filed with the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in the business of operation of a restaurant and transacting any or all lawful businesses for which corporations may be organized under the Florida General Corporation Law.

ARTICLE IV - CAPITAL STOCK

The corporation shall have the authority to issue one thousand (1,000) shares of common stock having a par value of ONE AND NO/100 DOLLAR (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1603 N.E. Jensen Beach Blvd., Jensen Beach, Florida 34957 and the name of the initial registered agent of this corporation at that address is SUSAN SCHILL. The mailing address of the corporation is 1603 N.E. Jensen Beach Blvd., Jensen Beach, Florida 34957.

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

SUSAN SCHILL
President, Secretary and Treasurer
1603 N.E. Jensen Beach Blvd.
Jensen Beach, Florida 34957

ARTICLE VII - INCORPORATORS

The name and mailing address of the person signing these Articles of Incorporation is:

SUSAN SCHILL
1603 N.E. Jensen Beach Blvd.
Jensen Beach, Florida 34957

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of August, 1995.

Susan Schill
SUSAN SCHILL

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

In accordance with the provisions of Chapter 48.091, Florida Statutes, THE FLAVORFUL PALATE, 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 Jensen Beach, County of Martin, State of Florida, has named SUSAN SCHILL, whose address is 1603 N.E. Jensen Beach Blvd., Jensen Beach, Florida 34957, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as the registered agent for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping said office open.

DATED: 8/10/95

Susan Schill
SUSAN SCHILL

FILED
95 AUG 14 AM 9:22
OFFICE OF THE
CLERK OF THE
SUPREME COURT
TALLAHASSEE, FLORIDA