

ARTICLES OF INCORPORATION
OF

BJ'S BISTRO EXPRESS, INC

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The Name of the corporation shall be: BJ's Bistro Express, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

23257 State Road #7, Suite 205
Boca Raton, FL 33428

ARTICLE III NATURE OF BUSINESS

The nature of the business and objects and purposes proposed to be transacted, promoted and carried on, is to do any and all thing herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

"The purpose of the corporation is to engage in the practice of developing and operating restaurants and to conduct any lawful activity for which such corporations may be organized under the general Corporation Law of Florida."

ARTICLE IV SHARES

The corporation shall have the authority to issue two classes of stock. The classification and par value of each share of stock shall be as follows: 15,000,000 Shares of Common Stock, no par value and 5,000,000 Shares Class A Preferred, \$10.00 par value, Non Cumulative, Non Voting.

FILED
1995 AUG 22 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Frederick W. Smith
23050 Floralwood Lane
Boca Raton, Florida, 33433

Frederick W. Smith having been appointed registered agent is familiar with and accepts the duties and responsibilities as registered agent for BJ's BISTRO EXPRESS, INC.


Frederick W. Smith

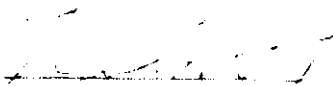
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(ed) of the incorporator(s) to these Articles of Incorporation is(are):

Frederick W. Smith
23050 Floralwood Lane
Boca Raton, Florida 33433

Albert A. DiFiore
5881 Northeast 21 Drive
Fort Lauderdale, Florida 33308

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 26 day of August, 1995.



FILED
1995 AUG 22 AM 10:00
SECRET
TALLAHASSEE