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John G. Evans, P.A.
Attorney At Law

99 JAN 22 AM 10:09
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 19, 1999

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314

Re: Amended and Restated Articles of Incorporation of Stuart's Bistro, Inc. changing the name of the corporation to Yellow Dog Café, Inc.

Dear Sir or Madam:

I have enclosed the original and two copies of the Articles of Incorporation of Amended and Restated Articles of Incorporation of Stuart's Bistro, Inc. changing the name to Yellow Dog Café, Inc. Also enclosed is my check in the sum of $52.50, for the filing fee of $35.00, a certified copy and a Certificate of Status. If you find the Articles acceptable, please file one set, certify one copy and stamp and send one copy of the Articles back to me at the following address:

John G. Evans
1515 U.S. Hwy. 1, Suite 201
Sebastian, Florida 32958

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*****52.50 *****52.50

Thank you in advance for your assistance.

Very truly yours,

John G. Evans

JGE:cd
Enclosures

Amended & Restated Art. & N/C

VS JAN 28 1999

1515 US Highway One, Suite 201, Sebastian, Florida 32958
Telephone: 561-589-1522 Facsimile 561-589-5212 e-mail: jgevans@iu.net

FILE COPY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

STUART'S BISTRO, INC.

AMENDING NAME TO

YELLOW DOG CAFÉ, INC.

These Restated and Amended Articles of Incorporation of Stuart's Bistro, Inc. were duly approved on December 30, 1998 by unanimous votes of the Board of Directors and the Shareholders of Stuart's Bistro, Inc. These Amended and Restated Articles of Incorporation shall be effective immediately.

/ /   / /

ARTICLES OF INCORPORATION

ARTICLE ONE. NAME
(Amended December 30, 1998)

The name of this corporation shall be YELLOW DOG CAFÉ, INC.

ARTICLE TWO. DURATION

This corporation shall exist in perpetuity.

ARTICLE THREE. PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the law of the United States and Florida.

ARTICLE FOUR. CAPITAL STOCK

This corporation is authorized to issue 500 shares of $1.00 par value common stock, which shall be designated "common shares."

ARTICLE FIVE. PRINCIPAL AND REGISTERED OFFICE AND REGISTERED AGENT
(Amended December 30, 1998)

The address of the principal place of business and the registered office of the corporation is 905 U.S. Highway One, Malabar, Florida 32950. The name of its registered agent who may be contacted at such address is STUART BORTON.

ARTICLE SIX. BYLAWS
(Amended December 30, 1998)

The power to adopt, alter, amend or repeal by-laws is vested in the Board of Directors.

ARTICLE SEVEN. INDEMNIFICATION
(Amended December 30, 1998)

This corporation may indemnify its officers or directors or former officers or directors to the fullest extent permitted by law.

ARTICLE EIGHT. LIMITED LIABILITY SHAREHOLDERS AND DIRECTORS
(Amended December 30, 1998)

The private property of the shareholders and directors shall not be subject to payment of corporation debts to any extent.

ARTICLE NINE. AMENDMENT
(Amended December 30, 1998)

This corporation reserves the rights to amend, add to or repeal any provisions contained in these articles of incorporation in a manner consistent with law and in conformity with the provisions set forth in the bylaws.

The undersigned Secretary hereby certifies as required by Florida Statute §607.1006 that there is only one class of share of this corporation and that the amendments set forth herein were approved by unanimous vote of the shareholders.

IN WITNESS WHEREOF, on December 30, 1998, the foregoing Amended and Restated Articles of Incorporation were duly adopted to take effect forthwith.

Nancy Marie Tinio-Borton

Nancy Marie Tinio-Borton,
Secretary

Stuart J. Borton, President

ACCEPTANCE OF REGISTERED AGENT

I, the undersigned, understand and accept the obligations of the office of Registered Agent of the above-named corporation.

Dated: 12-30-98

Stuart J. Borton

(Seal)

STATE OF FLORIDA)
COUNTY OF INDIAN RIVER)

On this 30th day of December 1998, before me, a notary public in the aforsesaid State and County personally appeared Stuart J. Borton who is known to me or who
Nancy Marie-Tinio Borton

produced FL D. L. as identification and who executed the foregoing instrument and acknowledged that s/he executed same.

Claudia Gentile
My Commission CC767511
Expires August 16, 2002

Claudia Gentile

Notary Public

Note: Former articles VI, VII, and IX were deleted by Amendment, effective December 30, 1998.