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Maureen Rains
862 Delmar DR
WPB FL 33415

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Angie's Family Restaurant, Inc.
(Corporation Name) (Document #)
2. _____
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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

JAN 23 1996 BSR

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ARTICLES OF INCORPORATION
OF
ANGIE'S FAMILY RESTAURANT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1. NAME

The name of the corporation shall be:

ANGIE'S FAMILY RESTAURANT, INC.

The principal place of business of this corporation shall be 4824 10th Avenue North, Greenacres, Florida 33463.

ARTICLE 11. NATURE OF BUSINESS.

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE 111. CAPITOL STOCK.

The maxium number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS.

The street address of the initial registered office and Agent of the corporation shall be : Maureen K. Laird , 862 Arlington Drive, West Palm Beach, Florida 33415

ARTICLE V. TERM OF EXISTENCE.

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS.

This corporation shall have two directors initially. The names and addresses of the initial members of the Board are

as follows: Maureen K. Laird- Director
 862 Arlington Drive
 West Palm Beach, FL 33415
 (407) 687-5468

 Deena M. Karol- Director
 2100 Springdale Blvd.
 Palm Springs, FL 33461
 (407) 433-8672

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

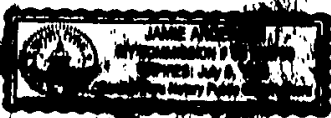
ARTICLE VII.

As the Registered Agent of the corporation **ANGIE'S
FAMILY RESTAURANT, INC.**, I Maureen K. Laird horeby am familiar
with and accept duties and responsibilities as registered agent.

Maureen K. Laird
Maureen K. Laird

IN WITNESS WHEREOF, the undersigned authorized agent of
Angie's Family Restaurant, Inc., has hereunto set her/his
hand this 15th day of JANUARY 1996.

Angie's Family Restaurant, Inc.



By: Maureen K. Laird
Maureen K. Laird
862 Arlington Drive
West Palm Beach, FL 33415
(407) 687-5468

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this
15th day of JANUARY 1996.

Jamie Anderson
Notary Public
State At Large Florida

