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REY LANGO (305) 451-4053 96 MAR 15 AM 9:47 SECRETARY OF GTATE TALLAHA SSGEPPEORIDA

March 7, 1996

Secretary of State Corporate Records Bureau Division of Corporations Department of State P. O. Box 6327 Tallahassee, FL 32301

Re: ARTICLES OF INCORPORATION MARC'S PARADISE CAFE, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation. Also enclosed is our firm's check in the amount of \$122.50.

Please send a certified copy of the Articles of Incorporation in the self-addressed, stamped envelope I have enclosed for your convenience.

Thank you for your attention to this matter.

Very truly yours,

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TIMOTHY NICHOLAS THOMES, P. A.

Caroline In Sthomes

Caroline N. Thomes, CLA

TNT:ct

Enclosures

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FILED 96 MAR 15 AM 9:47 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

MARC'S PARADISE CAFE, INC.

ARTICLE I

The name of this corporation is MARC'S PARADISE CAFE, INC.

ARTICLE II

This corporation shall exist perpetually.

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ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business. The specific nature of the corporation's business is the restaurant business. The corporation's principal office is 66500 Overseas Highway #11, Long Key, FL 33001 and mailing address is P. O. Box 819, Long Key, FL 33001.

ARTICLE IV

This corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation is 99198 Overseas Highway, Suite #8, Key Largo, Florida 33037, and the name of the initial registered agent of this corporation is Timothy Nicholas Thomes, 99198 Overseas Highway, Suite 8, Key Largo, Florida 33037, whose

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mailing address is P. O. Box 3318, Key Largo, Florida 33037.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his/her pro rata share (as nearly as may be done without issuance of fractional share) at the price at which it is offered to others.

ARTICLE VII

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and home address of the initial director of this corporation are:

Phyllis L. Green, 66500 Overseas Highway #11, Long Key, FL 33001, and her mailing address is P. O. Box 819, Long Key, FL 33001.

ARTICLE VIII

The name and address of the person signing these articles is: Timothy Nicholas Thomes, Esq. 99198 Overseas Highway, Suite #8, P. O. Box 3318, Key Largo, Florida 33037.

ARTICLE IX

This corporation reserves the right to amend or repeal

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any provisions contained in these articles of incorporation, or any amondment to them, and any right conferred in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this $\underline{S}^{\underline{U}}$ day of March, 1996.

Thiothy Nicholas Thomes Subscriber

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STATE OF FLORIDA)) ss: COUNTY OF MONROE)

I hereby certify that on this day of March, 1996, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared TIMOTHY NICHOLAS THOMES, to me well known to be the person described as subscriber and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation and he did take an oath.



andune PUBLIC Linda K. Mundwiler

My Commission Expires: 2/21/09 My Commission Number Is: (244058)

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AG PROCESS MAY BE SERVED. Lorida

In pursuance of Florida Statutes, the following is submitted, in compliance with said Act.

First -- MARC'S PARADISE CAFE, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Key Largo, County of Monroe, State of Florida, has named TIMOTHY NICHOLAS THOMES, ESQ., located at 99198 Overseas Highway, Suite 8, Key Largo, Florida 33037, County of Monroe, as its agent to accept service of process with this State.

ACKNOWLEDGMENT

Having been named to accept services of process for the above for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Timpthy Nicholas/Thomes