

P960000538/2

MIAMI SUBS & GRILL
 962 NORTHLAKE BLVD
 LAKE PARK, FL 33403
 (407) 863-1212

FILED
 JUN 24 1996
 HONG KONG
 REGISTERED OFFICE

Office Use Only

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

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input 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

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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

5/22/96
 JB
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Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

May 22, 1996

MIAMI SUBS & GRILL
952 NORTHLAKE BLVD.
LAKE PARK, FL 33403

SUBJECT: TANYA ENTERPRISES, INC.
Ref. Number: W96000010914

We have received your document for TANYA ENTERPRISES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 096A00025496



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 5, 1996

TANYA FOOD ENTERPRISES, INC.
952 NORTHLAKE BLVD.
LAKE PARK, FL 33403

We have received your document for TANYA FOOD ENTERPRISES, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 396A00027984

ARTICLES OF INCORPORATION
OF
TANYA FOOD ENTERPRISES, INC.

I, THE UNDERSIGNED, hereby subscribe to the following document for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

ARTICLE I

The name of the corporation is Tanya Food Enterprises, Inc.

ARTICLE II

The street address of the initial principal office of this corporation is 952 Northlake Blvd, Lake Park, Florida 33403
The name and address of the initial registered agent of this corporation is:

Joseph Marouf
952 Northlake Blvd.
Lake Park, Florida 33403

The undersigned is familiar with and accepts the duties and obligations as registered agent for this corporation.

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE III

The nature of the business or purpose to be conducted or promoted are any such activities as are lawful and for which corporations may be organized under the general corporation law of Florida.

ARTICLE IV

The total authorized capital stock of this corporation shall consist of 1,000 shares of one (\$0.01) cent per share par value, which shall be common stock.

ARTICLE V

The name and address of the person signing these articles is:
Joseph Marouf
952 Northlake Blvd.
Lake Park, Florida 33403

ARTICLE VI

The corporation shall have a perpetual existence,

ARTICLE VII

The business of this corporation shall be conducted by a Board of Directors, which shall consist of not less than one(1) and no more than five(5) directors.

ARTICLE VIII

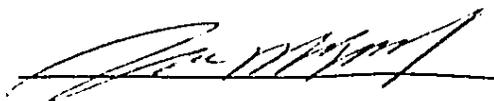
The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX

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

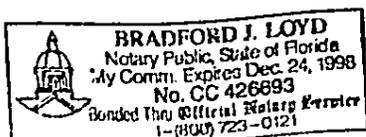
The undersigned is familiar with and accepts the duties of and obligations of registered agent.

In WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this th day of 1996.



STATE OF FLORIDA
COUNTY OF PALM BEACH

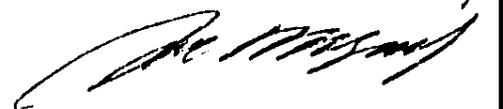
Sworn to and subscribed before me this 7th day of May 1996. The individual named above is personally known to me.



NOTARY PUBLIC

To Florida Department of State Division
of corporations.

I Joe Marouf president of Tanya Food
Enterprises Inc. hereby am familiar with
and accept the duties and responsibilities
as registered agent for said corporation.

Joe Marouf


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA