

MARCUS & MARCUS, P.A.

Michael J. Marcus

Douglas J. Pracher

Annette Pitts

ATTORNEYS AT LAW
317 NORTH KROME AVENUE
HOMESTEAD, FLORIDA 33030-6077
(305) 247-2116 FAX: (305) 247-0919

Joseph S. Marcus
(1927 - 1983)

Richard L. Hersch
of Counsel

June 25, 1996

Florida Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

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****122.50 ****122.50

RE: J.A.M., INC.

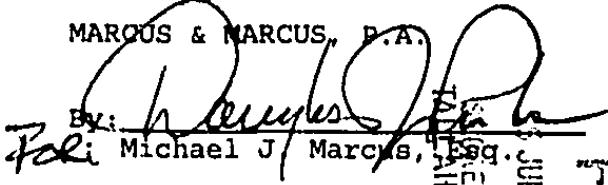
Gentlemen:

Enclosed for filing is an original, plus one copy, of the Articles of Incorporation for the above-named corporation, together with our Check No. 15408, in the amount of \$122.50 to cover the filing fees. Please file these Articles and return a copy to this office in the envelope which has been provided.

Should you have any questions or problems, please do not hesitate to contact the undersigned.

Sincerely,

MARCUS & MARCUS, P.A.

By: 
For: Michael J. Marcus, Esq.

MJM/pap
Enclosures

W 96-13652

FILED
JUL 17 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN JUL 17 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

June 27, 1998

MICHAEL J. MARCUS, ESQ.
317 N. KROME AVE.
HOMESTEAD, FL 33030-6077

SUBJECT: J.A.M., INC.
Ref. Number: W96000013652

We have received your document for J.A.M., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 496A00031887



MARCUS & MARCUS, P.A.

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Joseph S. Marcus
(1927 - 1983)

Richard L. Hersch
of Counsel

July 15, 1996

Florida Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

RE: J.A.M., INC.

Gentlemen:

Enclosed please find the following documents in reference to the above-named corporation:

1. Your letter of June 27, 1996, No: 496A00031887
2. An original, plus one copy, of the Articles of Incorporation for the above-named corporation
3. Affidavit of Bruce Herman, Registered Agent and Director of dissolved JAM, Inc.

Please file these Articles and return the Certificate to this office in the Federal Express envelope which I provided.

Should you have any questions or problems, please do not hesitate to contact the undersigned.

Sincerely,

MARCUS & MARCUS, P.A.

By: 
Michael J. Marcus, Esq.

MJM/pap
Enclosures

AFFIDAVIT

STATE OF FLORIDA)
 ss:
COUNTY OF BROWARD)

BEFORE ME this day personally appeared **BRUCE HERMAN**, who, after being first duly sworn, deposes and states as follows:

1. Affiant is the Registered Agent and Director of, **JAM, INC.**, a corporation filed in the State of Florida on May 25, 1994.

2. That on August 25, 1995, the corporation known as **JAM, INC.**, was administratively dissolved by the Secretary of State, Division of Corporations.

3. That as of the date of this Affidavit, the corporation known as **JAM, INC.**, is inactive and it is the intention of the Directors that this corporation not be reinstated.

4. That Affiant is aware that the name of the corporation, **JAM, INC.**, will be released by the Secretary of State on August 26, 1996, and Affiant hereby releases and relinquishes all rights to said name of the corporation as of the date of this Affidavit.

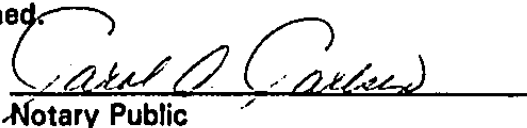
FURTHER AFFIANT SAYETH NAUGHT.


BRUCE HERMAN, Affiant

SWORN TO AND SUBSCRIBED TO before me on this 11 day of JULY 1996, in the County and State aforementioned.

My Commission Expires:




Notary Public

ARTICLES OF INCORPORATION

FILED

OF

J.A.M., INC.

96 JUL 17 AM 9:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION the incorporator forms a corporation for profit under Florida law.

ARTICLE I

The name of the corporation shall be J.A.M., INC. hereinafter referred to as the Corporation. The principal and main mailing address is as follows:

4251 P.G.A. Boulevard
Suite 124
Palm Beach Gardens, Florida 33418

ARTICLE II

The duration of this corporation shall be that it exist perpetually.

ARTICLE III

The purpose of the Corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607 Florida Statutes; including but not limited to the following:

A) To introduce, erect, operate, conduct, manage, maintain and carry on a restaurant, cafe or lounge; to buy, sell, lease or otherwise dispose of, and to operate, conduct, furnish, equip and manage restaurants, eating houses, cafes and lounges, and generally to do and perform everything necessary for carrying out the aforesaid purposes.

To buy or otherwise acquire, manufacture, market, prepare for market, sell, deal in and deal with, import and export food and food products of every class and description, fresh, canned, preserved, or otherwise, and to engage in the preparation of and on-sale dispensing of food. To acquire by purchase or otherwise, and to market, sell, distribute, and the on-sale dispensing of, at wholesale and retail, import and export, under such restrictions and conditions as may be imposed by law, alcoholic beverages, including but not limited to, beer, ale, whiskey, wine liqueurs, cordials and other alcoholic drinks and mixes.

B) To acquire in any manner, enjoy, utilize, hold, sell, assign, lease or dispose of, letters patent of the United States or any Foreign Country, patents, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names or pending applications therefore, relating to or useful in connection with any business of the Corporation or any other business association in which the Corporation may have an interest as stockholder or otherwise.

C) To manufacture, purchase or otherwise acquire, and to own, sell, assign and transfer or otherwise dispose of, and to invent, trade, deal in and with goods, wares, merchandise, and other personal property of every class and description whatsoever.

D) To act as financial, business or purchasing agent for domestic and foreign corporations, individuals, partnerships, associations or governmental units.

E) To have one or more offices, conduct its business and promote its objects within and without the State of Florida, in other states, the District of Columbia, the territories, possessions and dependencies

of the United States and in foreign countries, without restrictions as to place or amount.

F) To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges and franchises, or for any other lawful purpose of its incorporation; to issue Bonds, Promissory Notes, Bills of Exchange, Debentures, and other obligations and evidences of indebtedness payable at a specified time or payable upon the happening of a specified event, whether secured by mortgage or unsecured, for money borrowed or in payment for property purchased or acquired, or any other lawful objects.

G) To purchase, hold, sell and transfer shares of its own Capital stock, provided that it shall purchase its own shares of Capital Stock only from the surplus of its assets over its liabilities, including Capital Stock; and provided further that shares of its own Capital Stock so purchased and owned by it shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders quorum or vote.

H) To hold, purchase and convey real and personal property and to mortgage or lease the same, regardless of said property's location.

I) To construct, reconstruct, alter and remove any building or buildings situated on any real estate owned in fee by the Corporation or by others, or held under lease of contract or otherwise by this Corporation or by any other person, association or corporation.

J) To acquire by purchase, subscription or otherwise, and to hold for investment, and to hold, own, sell, vote, and handle shares of stock in other corporations.

... K) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attainment of any of the objects of the furtherance of any of the powers enumerated in the Certificate of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation as principal, agent, director, trustee or otherwise, and in general either alone or in association with other corporations, firms or individuals, to carry on any business necessary or incidental to the accomplishment of the purposes, or the attainment of the objects of the Corporation, whether or not such business is similar in nature to the purposes and objects set forth in this Certificate of Incorporation or any Amendment thereof.

ARTICLE IV

This corporation is authorized to issue 100 shares of common stock no par value.

ARTICLE V

The initial registered agent for this corporation is **MICHAEL J. MARCUS, ESQ.** and the initial registered office is located at 317 North Krome Avenue, Homestead, Florida 33030.

ARTICLE VI

This corporation shall have one (1) director initially. The number shall be fixed by the bylaws and may be changed from time to time.

ARTICLE VII

The name and street address of each member of the first board of directors is:

Despina Mimiko
Notary Public
State of Florida at Large

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.



Michael J. Marcus, Esq.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA