

P960000 65027

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

P. 012302R AUG 5 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY _____	_____	_____	_____

WALK-IN
 Will Pick Up _____

RE: Pinehill Restaurant
Services, Inc.

	O.C. FEE.	FILED	DISBURSED
Capital Express™			
Art. of Inc. File			
Corp. Record Search			
Ltd. Partnership File			
Foreign Corp. File			
() Cert. Copy(s)			
Art. of Amend. File			
Dissolution/Withdrawal			
C U S.			
Fictitious Name File			
Name Reservation			
Annual Report/Reinstatement			
Reg. Agent Service			
Document Filing			
Corporate Kit			
Vehicle Search			
Driving Record			
Document Retrieval			
UCC 1 or 3 File			
UCC 11 Search			
UCC 11 Retrieval			
File No.'s, Copies			
Courier Service			
Shipping/Handling			
Phone ()			
Top Priority			
Express Mail Prep.			
FAX () pgs.			

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

OF

PINELLAS RESTAURANT SERVICES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

PINELLAS RESTAURANT SERVICES, INC.

The principal place of business of this corporation shall be:

2060 Range Road
Clearwater, Florida 34625

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock having a par value of \$1.00 per share. The Corporation elects to have preemptive rights.

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually, unless dissolved according to Florida law.

ARTICLE V OFFICERS & DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Officer(s) and Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The name and address of each of the initial Officers and Directors of the Corporation are:

Frank Richard Playford
President/Chairman of Board
1357 52nd Avenue N.E.
St. Petersburg, Florida 33703

FILED
65 AUG 10 1967
CLERK OF DISTRICT COURT
ST. PETERSBURG, FLORIDA

ARTICLE VI INCORPORATOR

The names and street address of the incorporators to these Articles of Incorporation are:

G. Allen Playford
c/o RISTORCELLI AND ASSOCIATES
8240 Ulmerton Road
Largo, Florida 34641

ARTICLE VII REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation shall be:

G. Allen Playford
c/o RISTORCELLI AND ASSOCIATES
8240 Ulmerton Road
Largo, Florida 34641

The name of the initial registered agent of the corporation, who shall hold office the first year of the corporation's existence or until their successor is elected, is:

G. Allen Playford

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11 th day of June , 1996.

Signature of Incorporator(s)

G. Allen Playford

STATE OF FLORIDA
COUNTY OF PINELLAS

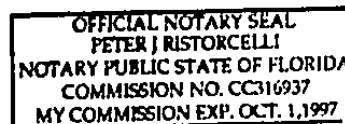
THE FOREGOING instrument was acknowledged and sworn to before me this 11 th day of June , 1996 by G. Allen Playford (Incorporator) of PINELLAS RESTAURANT SERVICES, INC. (Name of Corporation).

Notary Public

Peter J. Ristorcelli

Seal

My Notary Expires: 10/1/97



ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT

for

PINELLAS RESTAURANT SERVICES, INC.

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with, and accept, the obligations of our position as Registered Agent.

G. Allen Playford
c/o RISTORCELLI AND ASSOCIATES
8240 Ulmerton Road
Largo, Florida 34641

By: *G. Allen Playford*
G. Allen Playford