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LESSER & LESSER, P.A.
ATTORNEYS AT LAW
909 N. DIXIE HIGHWAY
WEST PALM BEACH, FLORIDA 33401-3320
(407) 838-2020

FILED

95 AUG 12 AM 8:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JOE H. LESSER (1000-1002)
SHEPARD P. LESSER
GARY B. LESSER

July 22, 1996

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****122.50 ****122.50

Division of Corporations
Florida Department of State
PO Box 6327
Tallahassee, FL 32314

RE: ^{SMA} ~~MAR~~ REST. CORP.

Dear Sir/Madam:

Enclosed please find the original, duly executed and a copy of Articles of Incorporation for the above-named corporation together with my check in the amount of \$122.50.

Please returned a certified copy of the Articles at your earliest convenience. Thank you for your prompt attention to this matter.

Very truly yours,

Shepard Lesser
Shepard Lesser

SL.dr

*PH 8/12/96
w96-16036*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 31, 1996

SHEPARD LESSER
909 N DIXIE HWY
WEST PALM BEACH, FL 33401-3329

SUBJECT: MAS REST. CORP.
Ref. Number: W96000016036

We have received your document for MAS REST. CORP. 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.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 696A00036735

LESSER & LESSER, P. A.
ATTORNEYS AT LAW
909 N. DIXIE HIGHWAY
WEST PALM BEACH, FLORIDA 33401-3329
1061 655-2020

JOE H. LESSER (1899-1982)
SHEPARD P. LESSER
GARY S. LESSER

August 5, 1996

Pamela Hall
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: ^{SMA}MAS REST. CORP.
REF NO: W96000016036

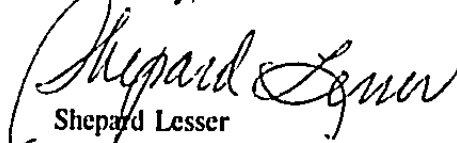
Dear Ms. Hall:

Enclosed please find the original and one copy of the above Articles of Incorporation.

Pursuant to our earlier conversation, the name of the corporation has been changed to SMA Rest. Corp.

Please process this matter at your earliest convenience, and if you have any questions concerning this matter, please call.

Yours truly,


Shepard Lesser

SL/dr

ARTICLES OF INCORPORATION
OF
SMA Rest. Corp.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby associate myself for the purpose of becoming incorporated 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 this corporation is SMA Rest. Corp.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do, viz;

a) Restaurant operation

b) Generally, to make and perform contracts of any kind and description and for the purpose of attaining any of the objectives of the corporation; to do and perform any other act or thing; and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now are or hereafter may be authorized by law; and, generally, to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied, and,

c) To do any and all things that any natural person might do.

ARTICLE III

The total number of shares of capital stock which may be issued by this corporation is One Hundred (100) shares of no par value; all of which shall be common stock and shall be fully paid and non-assessable.

ARTICLE IV

The amount of capital with which this corporation shall commence business is Five Hundred Dollars (\$500.00) capital money

paid in.

ARTICLE V

The principal place of business of said corporation shall be at 85 Waltham-D, Century Village, West Palm Beach, Florida 33417 or at such other place as is, from time to time, designated by the Board of Directors.

ARTICLE VI

The number of Directors of this corporation shall not be less than one (1) nor more than nine (9).

ARTICLE VII

This corporation shall have perpetual existence.

ARTICLE VIII

The name and post office address of the first Board of Directors of this corporation who shall hold office for the first year, or until successors are chosen, shall be:

NAME:	ADDRESS:
ARTHUR J. SEGAL	85 WALTHAM-D CENTURY VILLAGE WEST PALM BEACH, FL 33417
RANDOLPH SEGAL	1544 GREENWOOD TERRACE WEST PALM BEACH, FL 33414

ARTICLE IX

The name and post office address of each subscriber is:

NAME:	SHARES:	ADDRESS:
ARTHUR J. SEGAL	100	85 WALTHAM-D CENTURY VILLAGE WEST PALM BEACH, FL 33417

ARTICLE X

The Registered Agent of this corporation to serve until such time as the corporation sees fit to name a new Registered Agent shall be Arthur J. Segal, 85 Waltham-D, Century Village, West Palm Beach, Florida 33417.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 22 day of July, 1996.

Arthur J. Segal
ARTHUR J. SEGAL

STATE OF FLORIDA
COUNTY OF PALM BEACH

96 AUG 12 AM 0:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned Notary Public, personally appeared ARTHUR J. SEGAL, personally known to me, or who produced _____ as identification, and who executed the above and foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 22 day of July, 1996.



Shepard Lesser
Notary Public

My Commission Expires:

CONSENT TO APPOINTMENT OF REGISTERED AGENT

The undersigned hereby consents to his appointment as Registered Agent of this corporation and confirms his address herein and agrees to serve in that capacity.

DATED at West Palm Beach, Florida, this 22 day of July, 1996.

Arthur J. Segal
ARTHUR J. SEGAL