

(SAMPLE LETTER OF TRANSMITTAL)

P96000070478

Date *8/18/96*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 21 PM 2:27

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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+++122.50 +++122.50

Re: *LA HAVANA CABANA* Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

[Signature]
(individual's name)

LA HAVANA CABANA, Inc
(name of corporation)

MAILING ADDRESS OF CORPORATION		
<i>324-B Flagler Ave</i>		
<i>New Smyrna Bch FL</i>		
<i>32169</i>	PHONE	
<i>(904) 423 2727</i>	Number	Ext.

ARTICLES OF INCORPORATION

of

LA Havana Cabana, INC
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

LA Havana Cabana, INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares () of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Rose A. Traub</u>		
ADDRESS	<u>2613 Chester Ave</u>		
CITY	<u>New Smyrna Beach</u>	FLORIDA	ZIP <u>32168</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>LA Havana Cabana INC</u>		
ADDRESS	<u>324B FLAGLER AVE</u>		
CITY	<u>New Smyrna Beach</u>	FLORIDA	ZIP <u>32168</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have () directors 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Rose A. Traub</u>		
ADDRESS	<u>2613 Chester Ave</u>		
CITY	<u>New Smyrna Bch</u>	STATE <u>FL</u>	ZIP <u>32168</u>
NAME	<u>Arnie G. Traub</u>		
ADDRESS	<u>2613 Chester Ave</u>		
CITY	<u>New Smyrna Bch</u>	STATE <u>FL</u>	ZIP <u>32168</u>
NAME	<u>Bruce Davis</u>		
ADDRESS	<u>1222 Tracy Dr</u>		
CITY	<u>Port Orange</u>	STATE <u>FL</u>	ZIP <u>32119</u>

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	ROSE A Traub		
ADDRESS	2613 Chester Ave		
CITY	New Smyrna Bch	STATE	FL 32168
NAME	Arnie Traub		
ADDRESS	2613 Chester Ave		
CITY	New Smyrna Bch	STATE	FL 32168
NAME	Bruce Davis		
ADDRESS	1222 Tracy dr.		
CITY	Port Orange	STATE	FL 32119

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 19
day of August, 1976.

Rose A. Traub (Seal)
Arnie Traub (Seal)
Bruce Davis (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

La Havana Cabana, Inc
(name of corporation)

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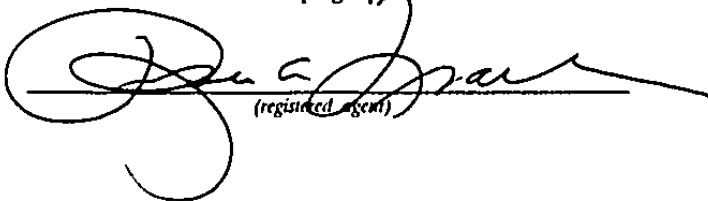
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 324-B Flagler Ave
New Smyrna Bch
has named Rose A. Traub

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)