

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

EFFECTIVE DATE
9-1-96

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

*File
2nd*

P. ORDER AUG 30 1996

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REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<i>AAA</i>	_____	_____

WALK-IN Will Pick Up *828 1100*

RE: Village Biskra Orlando, Inc

DISBURSED	FILED	RECEIVED
Capital Expenses		
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.....	200001940132
DISBURSED.....	-09/05/96--01092--002
SURCHARGE.....	***122.50 ***122.50
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
VILLAGE BISTRO ORLANDO, INC.**

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liabillition, rights and privileges and immunities of corporations for profit, certifies that:

EFFECTIVE DATE

ARTICLE I - NAME

9-1-96
The name of this corporation is VILLAGE BISTRO ORLANDO, INC..

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing the 1st day of September, 1996.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of common stock, each having \$1.00 par value, which shall be designated common shares.

ARTICLE V - ADDRESS

The initial address of the registered office and principal address of this corporation is 20 E. Washington Street, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is John M. Firios.

FILED
VILLAGE BISTRO ORLANDO, INC.

96 AUG 29 PM 4:10

FILED

ARTICLE VI - DIRECTORS

This corporation shall have two directors initially. The number of directors may either increase or diminish from time to time in accordance with the by-laws but shall never be less than one (1). The name and address of the initial directors of this corporation are:

John M. Firios
4801 Boggs Road
Orlando, FL 32810

Mansour Shayestehpour
15 Green Lake Circle
Longwood, FL 32779

ARTICLE VII - SUBSCRIBERS

The names of the subscribers of these Articles of Incorporation and a statement as to the number of shares of stock which they agree to take are as follows:

John M. Firios and Kimberly R. Firios, his wife	49 shares
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Mansour Shayestehpour and Elizabeth Jeanne Shayestehpour, his wife	51 shares
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ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX - DIRECTORS COMPENSATION

The Shareholders of this corporation shall have the exclusive authority to fix the compensation of the Directors of this corporation.


ARTICLE X - AMENDMENT

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

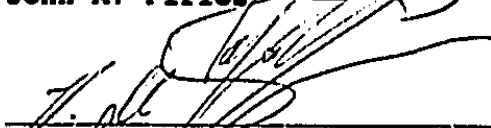
ARTICLE XI - INCORPORATOR

The names and addresses of the incorporators to these Articles of Incorporation are John M. Firios and Mansour Shayestehpour.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th of August, 1996.



John M. Firios



Mansour Shayestehpour

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on this 28th day of August, 1996, by John M. Firios and Mansour Shayestehpour, ☒ who are personally known to me ~~or~~ ☒ who have produced Florida License as to as identification. and
John M. Firios



NOTARY PUBLIC

Name:

Commission No:

My Commission Expires:



SHARON OAKES
My Commission CC456009
Expires Apr. 26, 1999
Bonded by ABE
800-852-5878

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607,0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is: VILLAGE BISTRO ORLANDO, INC.
2. The name and address of the registered agent is: John M. Firios.


John M. Firios
Title:

Date: 8-28-96

FILED
95 AUG 29 PM 4:10
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


John M. Firios

DATE: 8-28-96