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September 20, 1996

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Secretary of State of Florida
Corporation Division
485 E. Gandy Street
Tampa, FL 33606

Re: La Maison Basque, Inc.

Dear Sirs

Enclosed please find original and copy of Articles of Incorporation to be filed with your department.

Also enclosed please find our escrow check in the amount of \$122.50 filing fee.

Please expedite this matter and return AS SOON AS POSSIBLE.

Sincerely,


ELVIN L. MARTINEZ

FILED
96 SEP 20 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION
OF

LA MAISON BASQUE, INC.

The undersigned Incorporators, natural persons, competent to contract, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of creating a corporation for profit under the laws of the State of Florida.

ARTICLE I
NAME

The name of the Corporation is:

LA MAISON BASQUE, INC.

ARTICLE II
NATURE OF BUSINESS

The Corporation is authorized to engage in conducting a restaurant, delicatessen and catering business, and all other lawful business and any other transactions permitted under the laws of the United States and the State of Florida.

The Corporation shall have as many branches as may be deemed necessary.

ARTICLE III

CAPITAL STOCK

The Corporation shall be authorized to issue shares of common stock.

The maximum number of shares of common stock that the Corporation is authorized to have outstanding at any time is (100) shares, of no par value.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the stockholders of the Corporation at any regular or special meeting.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business is not less than five hundred (\$500.00) Dollars.

FILED
SEP 20 AM 11:45
CLERK OF STATE
TALLAHASSEE FLORIDA

ARTICLE V
TAX OPTIONS

A. The Corporation, and the parties hereto, may take whatever action shall be necessary to cause the shares of the Corporation to qualify as "Section 1244 Stock" as such term is used and defined in the Internal Revenue Code and the regulation issued thereunder.

B. The Corporation, and the parties hereto, are authorized to execute such documents as is necessary to qualify the corporation as a small business corporation under SUB CHAPTER S of the Internal Revenue Code Section 1372.

ARTICLE VI
TERM OF EXISTENCE

The Corporation shall have perpetual existence which shall commence at the time of filing of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE VII
ADDRESS OF CORPORATION

The initial street address of the principal office of the corporation is: 5806 Mariners Watch Drive, Tampa, FL 33615.

The Board of Directors may, from time to time, designate such other address and place for the principal office of the Corporation as it may deem fit.

ARTICLE VIII
MANAGEMENT

The number of directors of this Corporation shall be no less than one.

The number of directors may be increased, or decreased from time to time, by the By-Laws adopted by the stockholders but shall never be less than one. Directors need not be stockholders.

ARTICLE IX
BOARD OF DIRECTORS

There shall be two Directors as the first Board of Directors. The name of the members of the first Board of Directors who shall serve until the first annual meeting, or until a successor shall have been elected and qualified are:

NAME:	ADDRESS:	OFFICE:
FELIX PIEDRA	5806 Mariners Watch Dr. Tampa, FL 33615	PRESIDENT
FANNY LAMAS	5806 Mariners Watch Dr. Tampa, FL 33615	SECRETARY-TREASURER

ARTICLE X
INCORPORATORS

The name and address of the Incorporators of the Corporation are:

FELIX PIEDRA	5806 Mariners Watch Dr., Tampa, FL 33615
FANNY LAMAS	5806 Mariners Watch Dr., Tampa, FL 33615

ARTICLE XI
REGISTERED AGENT

The Registered Agent and initial Registered Office upon whom process may be served is:

FELIX PIEDRA
5806 Mariners Watch Dr.
Tampa, Florida 33615

ARTICLE XII
AMENDMENTS

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be proposed by the stockholders and approved at the stockholder's meeting by majority vote of those stockholders entitled to vote thereon unless all stockholders sign a written statement manifesting their intention regarding a certain amendment to these Article of Incorporation.

IN WITNESS WHEREOF, We have hereunto set our hands and seals, acknowledge and file the foregoing Articles of Incorporation under the laws of the State of Florida, this 19 day of September, 1996.


FELIX PIEDRA

(SEAL)

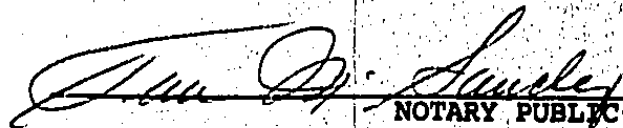

FANNY LAMAS

(SEAL)

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

19th The foregoing instrument was acknowledged before me this day of September, 1996, by FELIX PIEDRA and FANNY LAMAS, who are personally known to me.


NOTARY PUBLIC

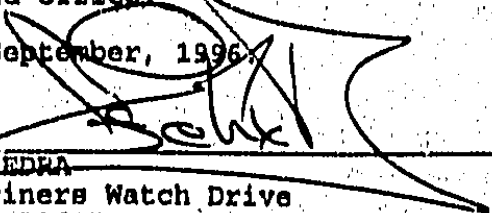


TERESA M. SANCHEZ
MY COMMISSION # CC395090 EXPIRES
August 17, 1997
BONDED THRU TROY FARM INSURANCE, INC.

ACKNOWLEDGEMENT AND ACCEPTANCE OF RESIDENT AGENT

The undersigned, FELIX PIEDRA, of 5806 Mariners Watch Drive, Tampa, Florida 33615, having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, hereby agree and accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

Dated this 19 day of September, 1996.


FELIX PIEDRA
5806 Mariners Watch Drive
Tampa, FL 33615

96 SEP 20 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED