

P96000079316

FILING OR RECORDING OF DOCUMENTS=====

To: Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Date: September 20, 1996

Re: OLDE MAPLE TREE, INC.

300001954793
-09/24/96--01107--011
****122.50 ****122.50

The enclosed document(s) is/are to be:

- () Filed with your office
(X) Recorded with your office
() _____

After performing required actions:

- (X) Return copies marked "copy" to my office - CERTIFIED COPY
() Return stamped original to my office
() Return envelope enclosed

For fees incurred:

- (X) I have enclosed a check for \$122.50
() Please bill my office
() No fee applicable

FILED
96 SEP 23 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1 SEP 24 1996

BSB

Stewart W. Savage

Stewart W. Savage
6719 Winkler Road, Suite 218
Fort Myers, FL 33919
(941) 481-8388

FILED

96 SEP 23 PM 3:57

ARTICLES OF INCORPORATION OF
OLDE MAPLE TREE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE ONE - NAME

The name of the corporation is OLDE MAPLE TREE, INC.

ARTICLE TWO - DURATION

The term of existence of the corporation is to commence on filing and shall be perpetual and shall be for the purpose of serving food and spirits as a restaurant, and for such other business and activities as may be lawfully permitted for corporations so formed and organized.

ARTICLE THREE - AUTHORIZED SHARES

The aggregate number of shares that the corporation has authorized to issue is 500, all of which shall be common shares without par value. The shares may be fixed for such amount of consideration by the Board of Directors of said corporation.

ARTICLE FOUR - PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued treasury shares.

ARTICLE FIVE - REGISTERED OFFICE

The street address of the original registered office of the corporation is 15200 S. U.S. 41, Suite 112, Fort Myers, Florida 33908, and the name of the initial registered agent at that address is HEINZ G. MOHR.

ARTICLE SIX - DIRECTORS

6.01 The initial board of directors of the corporation shall consist of two (2) members.

6.02 The name and address of the first board of directors is:

President: REINHARD K. JACOBS
Address: 15200 S. U.S. 41, Suite 112
Fort Myers, FL 33908

Vice
President: HEINZ G. MOHR
Address: 15200 S. U.S. 41, Suite 112,
Fort Myers, FL 33908

Treasurer: REINHARD K. JACOBS
Address: 15200 S. U.S. 41, Suite 112
Fort Myers, FL 33908

Secretary: HEINZ G. MOHR
Address: 15200 S. U.S. 41, Suite 112,
Fort Myers, FL 33908

ARTICLE SEVEN - INCORPORATOR

The names and addresses of the incorporators are:

Names: HEINZ G. MOHR
Address: 15200 S. U.S. 41, Suite 112,
Fort Myers, FL 33908

REINHARD K. JACOBS
15200 S. U.S. 41, Suite 112,
Fort Myers, FL 33908

ARTICLE EIGHT - MAILING ADDRESS OF CORPORATION

The mailing address of the initial principal office of the corporation is 15200 S. U.S. 41, Suite 112, Fort Myers, FL 33908.

ARTICLE NINE - COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence upon filing with the Florida Department of State.


ARTICLE TEN - VOTING RIGHTS

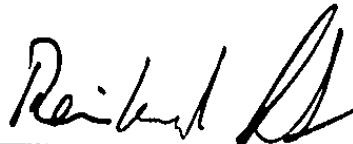
Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares. The original issuance of common stock is in the percentage of 50% to HEINZ G. MOHR and 50% to REINHARD K. JACOBS.

ARTICLE ELEVEN - AMENDMENT


The Articles may be amended or repealed from time to time, and the shareholders rights are subject to this reservation of rights.

IN WITNESS WHEREOF, I have subscribed my name this 20th day of
September, 1996.


HEINZ G. MOHR,
Incorporator


REINHARD K. JACOBS,
Incorporator

I HEREBY ACCEPT the title of registered agent for the preceding described
corporation.


HEINZ G. MOHR
15200 S. U.S. 41, Suite 112
Fort Myers, FL 33908

Prepared By:

STEWART W. SAVAGE
Attorney At Law
6719 Winkler Road
Suite 218
Fort Myers, FL 33919
(941) 481-8388

D:\vp51\docs\corporate\maple.art