1201 HAYS STREET TALLAHASSEE, FL 32301-2607

800-342-8086

904-222-9171

PRESIDE INC. : 07210000032

REFERENCE: 120043 9969A

AUTHORIZATION:

COST LIMIT : \$ PPD

ORDER DATE: October 15, 1996

ORDER TIME : 9:20 AM

ORDER NO. : 120043-005

CUSTOMER NO:

9969A

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CUSTOMER: Natalee A. Herrig, Esq.

DUNLAP MORAN ROKNICH & GIBSON,

P.A.

Suite 700

1819 Main Street Sarasota, FL 34236

DOMESTIC FILING

NAME:

DC DINERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

___ PLAIN STAMPED COPY

____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RETURY OF STATE DIVISION OF COMPORATION 15 AH 10: 58

ARTICLES OF INCORPORATION

OF

DC DINERS, INC.

Pale Son Piles

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is: DC DINERS, INC.

ARTICLE II - TERM OF EXISTENCE

The date and time when corporate existence shall commence shall be the date of filing of these Articles with the Department of State.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be Suite 102, 1500 Colonial Boulevard, Fort Myers, FL 33907.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is Suite 102, 1500 Colonial Boulevard, Fort Myers, FL 33907, and the registered agent at such office is Ronald W. York.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Ronald W. York	Suite 102 1500 Colonial Boulevard Fort Myers, FL 33907
Marcia L. York	Suite 102 1500 Colonial Boulevard Fort Myers, FL 33907

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

<u>Name</u>

ass the

Ronald W. York

Suite 102 1500 Colonial Boulevard Fort Myers, FL 33907

The undersigned has executed these Articles this _____ day of ______, 1996.

Ronald W. York Incorporator

Having been named as Registered Agent and to accept service of process for DC DINERS, INC., at the place designated in the Articles, 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.

Date

Royald W. York Registered Agent

JAM:rr\c\Dcdiners.A01