

1539 magnolia lane
WEST Palm BEach,
FLA. 33417

DEPT. OF STATE
DIVISION OF CORPORATIONS
George Firestone Bldg.
409 EAST GAINES STREET
Tallahassee, FLA. 32399

P 97 000000725
12/28/96

100002041801--7
-12/31/96--01033--014
****122.50 ****122.50

GENTLEMEN

PLEASE find enclosed \$122.50 repre-
SENTING the filing fee plus a certified
COPY TO BE SENT TO Joseph Bucherle at
1539 MAGNOLIA LANE. WEST Palm BEach,
FLA. 33417.

Thank you,

Joseph Bucherle
(561) 688-9416

FILED
96 DEC 30 PM 2:01
TALLAHASSEE, FLORIDA

P. GARDNER JAN 3 1997

ARTICLES OF INCORPORATION

OF

3RD. ROCK CAFE, INC.

ARTICLE I - NAME

The name of the corporation is 3RD. ROCK CAFE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE SHARES

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 1539 Magnolia Lane, West Palm Beach, Fla. 33417 and the name of the initial registered agent of this corporation is at that address and is Joseph Bucherie

ARTICLE VII - INITIAL BOARD OF DIRECTORS OF CORPORATION

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name and address of the initial Board of Directors is

NAME

Joseph Bucherie

ADDRESS

1539 Magnolia Lane
West Palm Beach, Florida 33417

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99 DEC 30 PM 2:00
TALLAHASSEE, FLORIDA

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is

NAME

ADDRESS

Joseph Bucherie

-1539 Magnolia Lane
West Palm Beach, Florida 33417

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of December, 19 96.


SUBSCRIBER

STATE OF FLORIDA

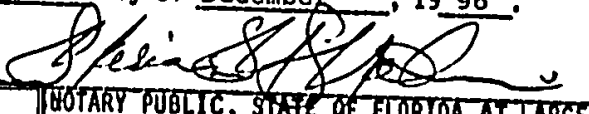
COUNTY OF

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared before me Joseph T. Bucherie, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 19th day of December, 19 96.



MARIANNE M. MABIE
MY COMMISSION # CO 363478
EXPIRES: August 21, 1998
Bonded thru Notary Public Underwriters


NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
Marianne M. Mabie
My Commission Expires: 8-21-98