

P97000011804

January 30, 1997

Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

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-02/04/97--01109--016
****122.50 ****122.50

Division of Corporations:

Please process the enclosed request for Incorporation. Enclosed is a check in the amount of \$122.50 as required to process this request.

Please return a certified copy of the document to me at the address indicated in the articles of Incorporation..

Thank You
Sincerely

Michelle D. Alderman

Michelle D. Alderman
Registered Agent

MICHELLE D. ALDERMAN

c/o

Sablos Enterprises, Inc.
Miami Subs
8384 Baymeadows Rd.
Suite 11-B
Jacksonville, FL 32256

*DMV
2-5-97*

FILED
97 FEB -3 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BAREDJO LIMITED, INC.**

FILED
97 FEB -3 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as an incorporation of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

1. The name of the corporation is BAREDJO Limited, Inc. ("Corporation").
2. The Mailing Address and principal office address of the Corporation is 410 Atlantic Blvd., Neptune Beach, Florida 32233.
3. The period of its duration is perpetual, unless sooner dissolved.
4. The date and time of the commencement of the corporate existence shall be the time of filing of Articles of Incorporation by the Department of State.
5. The general purpose or purposes for which the Corporation is organized are to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Business Corporation Act.
6. The aggregate number of shares which the Corporation shall have authority to issue is one thousand (1000) shares, par value One Dollar (\$1.00) per share. All such shares are of one class, and are designed as common shares.
7. The street address of the initial registered office of the corporation is 8384 Baymeadows Rd., Jacksonville, Florida, 32256 and the name of its initial register agent at such address is Michelle Alderman.
8. The affairs and business of the Corporation are to be conducted (a) by a Board of Directors of such number as the shareholders may select at each meeting of shareholders; (b) by a President, who shall be elected by the Board of Directors at such time and in such manner as the Board of Directors may select; and (c) by such other officers, assistant officers and agents as the Board of Directors may authorize the President of the Corporation to appoint.

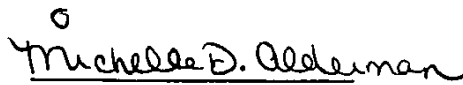
The first Board of Directors consisting of one director, who shall serve until the first annual meeting of shareholder or until his successor(s) is elected and qualifies, is as follows:

Michelle D. Alderman - Director

9. The name and address of the incorporator is:

Michelle D. Alderman
8384 Baymeadows RD., Suite 11B
Jacksonville, FL. 32256

DATED January 30, 1997, at Jacksonville, Florida.


Michelle D. Alderman

STATE OF FLORIDA }

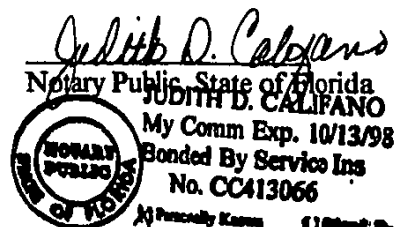
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COUNTY OF DUVAL }

The foregoing instrument was acknowledged before me this 30th day
of January 1997, by Michelle D. Alderman who is personally known to me.

My Commission Expires:

10/13/98



Michelle D. Alderman, having been designated to act as Registered Agent, hereby agrees to act in this capacity.