

P970000 13260

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

~~62978221~~

TX!

R ~~62978221~~ FEB 11 1997

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY _____	_____	_____	_____

WALK-IN Will Pick Up 2/10 1:00

RE: Interactive Dining Solutions, Inc.

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™	_____	_____
<input checked="" type="checkbox"/> Art. of Inc. File	_____	_____
<input type="checkbox"/> Corp. Record Search	_____	_____
<input type="checkbox"/> Ltd. Partnership File	_____	_____
<input type="checkbox"/> Foreign Corp. File	_____	_____
<input checked="" type="checkbox"/> () Cert. Copy(s) <i>photo</i>	_____	_____
<input type="checkbox"/> Art. of Amend. File	_____	_____
<input type="checkbox"/> Dissolution/Withdrawal	_____	_____
<input type="checkbox"/> C U S -	_____	_____
<input type="checkbox"/> Fictitious Name File	_____	_____
<input type="checkbox"/> Name Reservation	_____	_____
<input type="checkbox"/> Annual Report/Reinstatement	_____	_____
<input type="checkbox"/> Reg. Agent Service	_____	_____
<input type="checkbox"/> Document Filing	_____	_____
<input type="checkbox"/> Corporate Kit	_____	_____
<input type="checkbox"/> Vehicle Search	_____	_____
<input type="checkbox"/> Driving Record	_____	_____
<input type="checkbox"/> Document Retrieval	_____	_____
<input type="checkbox"/> UCC 1 or 3 File	_____	_____
<input type="checkbox"/> UCC 11 Search	_____	_____
<input type="checkbox"/> UCC 11 Retrieval	_____	_____
<input type="checkbox"/> File No.'s, _____ Copies	_____	_____
<input type="checkbox"/> Courier Service _____	_____	_____
<input type="checkbox"/> Shipping/Handling	_____	_____
<input type="checkbox"/> Phone () _____	_____	_____
<input type="checkbox"/> Top Priority _____	_____	_____
<input type="checkbox"/> Express Mail Prep. _____	_____	_____
<input type="checkbox"/> FAX () _____ pgs.	_____	_____
SUBTOTALS _____	_____	_____

TALLAHASSEE, FLORIDA
 97 FEB 11 AM 10:03
 FILED

30000202220
 02/10/97 01023-012
 *****20.00 *****20.00

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
_____	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 10, 1997

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: INTERACTIVE DINING SOLUTIONS, INC.
Ref. Number: W97000003321

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

97 FEB 11 AM 10:03

FILED

We have received your document for **INTERACTIVE DINING SOLUTIONS, INC.** and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 897A00007065

ARTICLES OF INCORPORATION
OF
INTERACTIVE DINING SOLUTIONS, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I NAME

The name of the corporation shall be: Interactive Dining Solutions, Inc.

Article II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
14501 Rosewood Road
Miami Lakes, FL 33014-2655

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

97 FEB 11 AM 10:03

FILED

Article III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
TEN THOUSAND (10,000) SHARES OF COMMON STOCK

Article IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Sam Ling
14501 Rosewood Road
Miami Lakes, FL 33014-2655

Article V INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are:

Sam Ling	Paul Ling
14501 Rosewood Road	329 Sarto Avenue
Miami Lakes, FL 33014-2655	Coral Gables, FL 33134

The undersigned incorporators have executed these Article of Incorporation this 5th day of February, 1997.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Signature, SAM LING


Signature, PAUL LING

Registered agent
Incorporator

Member of FL & NJ Bars

February 5, 1997

Department of Stat
Division of Comm.
P.O. Box 6327
Tallahassee, Fl 32

Re: ACP, Inc.

Dear Sir:

Kindly file the er
Certification. Ki
in the amount of \$
hesitate to contac

Paul J. Burns

Requestor's Name		Office Use Only
Address		
City/State/Zip	Phone #	

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

PH 2/11/97

Examiner's Initials

ARTICLES OF INCORPORATION
OF
ACP, INC.

FILED
97 FEB 10 AM 10:22
TALLAHASSEE, FLORIDA

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

ARTICLE ONE

NAME

The name of the corporation is ACP, INC.

ARTICLE TWO

DURATION

The term of duration of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose or purposes for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE FOUR

STOCK

The aggregate number of shares which the corporation has authority to issue is 1000, all of which shall be common shares with a par value of \$1.00.

ARTICLE FIVE

REGISTERED OFFICE

The street address of the initial registered office of the corporation is 14250 Lark Court, Clearwater, Fl 34622, and the name of the initial registered agent at such address is Eileen F. Garrett.

ARTICLE SIX

PRINCIPAL OFFICE

The street address of the principal office and mailing address is 14250 Lark Court, Clearwater, Fl 34622.

ARTICLE SEVEN

DIRECTORS

The board of directors of the corporation shall consist of two (2) members and may be changed from time to time in accordance with the By-laws of the corporation. The initial Board of Directors shall consist of Eileen F. Garrett and Fred R. Debien.

ARTICLE EIGHT

INCORPORATORS


The name and address of the incorporator is Paul J. Burns, 12525 Walsingham Road, Largo, Florida 33774.

ARTICLE NINE

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the date of the filing of these Articles of Incorporation.

The undersigned has executed these Articles of Incorporation this 5th day of February, 1997.



PAUL J. BURNS
INCORPORATOR

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 5th day of February, 1997, by Paul J. Burns who is personally known to me or who has produced a Florida Drivers license as identification.



Jeffrey W Lindelf
My Commission CC603120
Expires November 21, 2000


Notary Public

Jeffrey W. Lindelf
Print Name of Notary Public
Commission No.: CC603120

My Commission Expires:

FILED

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE 97 FEB 10 AM 10:22

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of the Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is ACP, INC.
2. The name and address of the registered agent and office is Eileen F. Garrett, 14250 Lark Court, Clearwater, Fl 34622.

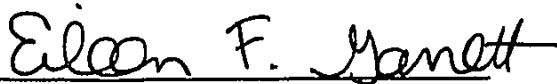


Eileen F. Garrett, Director
Date: February 5, 1997

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby 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.

DATED this 5th day of February, 1997.



EILEEN F. GARRETT
Registered Agent