

P970000/6875

February 14, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100002090301--8
-02/18/97-01027-010
****122.50 ****122.50

Re: North Street Deli, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with Check # 1041 in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation, and Fee for Registered Agent Designation for the above-named corporation.

Also enclosed is Pre-Paid U. S. Post Office Express Mail for return of the above documents.

Sincerely yours,

William J. Jolie

William J. Jolie

North Street Deli, Inc.
400 North Street - Suite 106
Longwood, FL 32750
Telephone: (407) 831-9928

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

of

NORTH STREET DELI, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

NORTH STREET DELI, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Hundred shares (500) of -One Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

| | | | |
|---------|------------------------------|---------|-----------|
| NAME | William J. Jollie | | |
| ADDRESS | 400 North Street - Suite 106 | | |
| CITY | Longwood, | FLORIDA | ZIP 32750 |

The principal office, if known, or the mailing address of the corporation is:

| | | | |
|---------|------------------------------|---------|-----------|
| NAME | NORTH STREET DELI, INC. | | |
| ADDRESS | 400 North Street - Suite 106 | | |
| CITY | Longwood | FLORIDA | ZIP 32750 |

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

| | | | |
|---------|--------------------|----------|-----------|
| NAME | William J. Jollie | | |
| ADDRESS | 101 Riverbend Blvd | | |
| CITY | Longwood | STATE FL | ZIP 32779 |
| NAME | Susan M. Jollie | | |
| ADDRESS | 101 Riverbend Blvd | | |
| CITY | Longwood | STATE FL | ZIP 32750 |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |


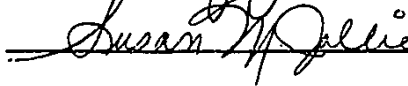
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TALLAHASSEE FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

| | | | |
|---------|--------------------|-------|--------------|
| NAME | William J. Jollie | | |
| ADDRESS | 101 Riverbend Blvd | | |
| CITY | Longwood | STATE | FL ZIP 32779 |
| NAME | Susan M. Jollie | | |
| ADDRESS | 101 Riverbend Blvd | | |
| CITY | Longwood | STATE | FL ZIP 32750 |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 14th day of February, 1997.

 _____ (Seal)
 _____ (Seal)
_____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

NORTH STREET DELI, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 400 North Street - Suite 106
Longwood, FL 32779

has named William J. Jollie
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)

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