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FILED  
97 MAR 10 AM 10:00  
TALLAHASSEE, FLORIDA

March 5, 1997

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

400002108054--0  
-03/10/97--01038--001  
\*\*\*\*\*140.00 \*\*\*\*\*70.00

Re: GINO'S PROMOTIONS, Inc.  
And: GINO'S PROPERTY, Inc.

400002108054--0  
\*\*\*\*\*140.00 \*\*\*\*\*70.00

Gentleman:

Enclosed please find my Check in the sum of \$140.00 for payment of the filing fee and registered agent's fee for the above new corporations.

Please mail me the enclosed copies after you stamp and date the same showing when they were filed for record.

The incorporator and director of the new corporations is the same person who is the director of Gino's Pizza, Inc., and obviously has no objection to the use of the names above.

If you have any question regarding the above, please call me at (305) 893-0000.

I will accept a collect call if necessary.

Thank you for your cooperation.

Yours very truly,

  
Walter B. Lebowitz

ARTICLES OF INCORPORATION OF  
GINO'S PROMOTIONS, INC.

ARTICLE I - NAME

The name of this Corporation is: GINO'S PROMOTIONS, INC.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and/or all lawful business. Primarily it will concentrate in the area of creating intellectual property, advertising, promotions, publicity, brand recognition, and exploitation of any type of business, or franchise, especially for restaurants, food and beverage establishments.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of common stock, at one cent (\$.001) par value, per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and registered office of this corporation is: 731 Washington Avenue, Miami Beach, Florida 33139, and the name of the initial registered agent of this corporation at that address is, BENJAMIN DARWISH.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

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

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The names and addresses of the initial Board of Directors of this corporation is/are:

NAME

ADDRESS

Benjamin Darwish, 731 Washington Avenue, Miami Beach, Florida 33139  
Director

#### ARTICLE VII - INCORPORATORS

The name and address of each person signing these Articles are:

NAME

ADDRESS

Benjamin Darwish, 731 Washington Avenue, Miami Beach, Florida 33139

#### ARTICLE VIII - INDEMNIFICATION

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

#### ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

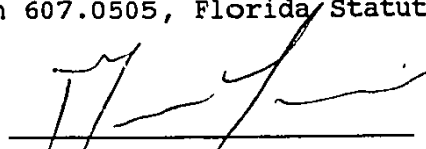
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of March, 1997.

  
\_\_\_\_\_  
Subscriber

\_\_\_\_\_  
Subscriber

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

BENJAMIN DARWISH, HAVING A BUSINESS OFFICE AT, 731 Washington Avenue, Miami Beach, Florida 33139, and, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
\_\_\_\_\_  
BENJAMIN DARWISH

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