



THE UNITED STATES
CORPORATION
COMPANY

P970000032796

ACCOUNT NO. : 072100000032

REFERENCE : 315023 7117086

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70

ORDER DATE : April 1, 1997

ORDER TIME : 11:41 AM

ORDER NO. : 315023-005

300002139803-4

CUSTOMER NO: 7117086

CUSTOMER: Myra Sencer, Esq
GENTIN & SENCER

250 Old Country Road
Suite #400
Mineola, NY 11501

DOMESTIC FILING

NAME: MIMOSA RESTAURANT CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

Incorp # W97-8409

84 APR 10 1997

RECEIVED
97 APR 10 PM 2:31
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 28, 1997

NOELLE SIMONIN
5310 SILVER OAK DR.
FT. PIERCE, FL 34982

The name MIMOSA RESTAURANT, INC. has been reserved for 120 days beginning March 28, 1997. The reservation number is R97000001491 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tracy Smith

Letter number: 097A00015829



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 10, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: MIMOSA RESTAURANT CORP.
Ref. Number: W97000008409

RESUBMIT
Please give original
submission date as file date.

We have received your document for MIMOSA RESTAURANT CORP. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

THE INCORPORATOR LISTED IN YOUR DOCUMENT AND THE ONE SIGNED
MUST BE CONSISTENT.,

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 797A00018171

RECEIVED
97 APR 11 AM 8:40
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

MIMOSA RESTAURANT CORP.

FILED
97 APR 10 AM 9:49
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is MIMOSA RESTAURANT CORP.

SECOND: The street address, wherever located, of the principal office of the corporation is Downtown Publix Shopping Center, 812 South Federal Highway, Stuart, Florida 34994.

The mailing address, wherever located, of the corporation is Downtown Publix Shopping Center, 812 South Federal Highway, Stuart, Florida 34994.

THIRD: The number of shares that the corporation is authorized to issue is one hundred, all of which are without par value and are of the same class and are to be Common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is Downtown Publix Shopping Center, 812 South Federal Highway, Stuart, Florida 34994.

The name of the initial registered agent of the corporation at the said registered office is Noelle Simonin.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

NAME

Deborah D. Skipper

ADDRESS

1201 Hays Street
Tallahassee, Fl. 32301

SIXTH: The purposes for which the corporation is organized are to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

SEVENTH: The duration of the corporation shall be perpetual.

EIGHTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

NINTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on April 1, 1997.

Deborah D. Skipper

Deborah D. Skipper, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and 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.

By: Noelle Simonin
Noelle Simonin

Date: 4/2/99

FILED
91 APR 10 AM 8:19
JIA