

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 \$

NE: Crystal Palace
 Catering, Inc.

C.C. FEE. DISBURSED

Capital Express™
 Art. of Inc. File
 Corp. Record
 Ltd. Partnership Filing
 Foreign Corp. Filing
 () Cert. Copies

Art. of Amend. File
 Dissolution/Withdrawal
 C U S.
 Fictitious Name File

Name Reservation
 Annual Report/Restatement
 Reg. Agent Service
 Document Filing

Corporate Kit
 Vehicle Search
 Driving Record
 Document Retrieval

UCC 1 or 3 Filing
 UCC 11 Search
 UCC 11 Retrieval
 File No.'s, Copies

Courier Service
 Shipping/Handling
 Phone ()
 Top Priority
 Express Mail Prep.
 FAX () pgs.

SUBTOTALS

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

\$
 \$
 \$
 \$
 \$
 \$
 \$

REQUEST TAKEN CONFIRMED APPROVED
 DATE 4-28-97
 TIME 9:15 CK No.
 BY C. J. B.

WALK-IN
 Will Pick Up

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

ARTICLES OF INCORPORATION
OF
CRYSTAL PALACE CATERING, INC.

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

CRYSTAL PALACE CATERING, INC.

ARTICLE II

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

ARTICLE III

Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 7500 shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid in whole or in part in cash, in other property (tangible or intangible) or in labor or

ARTICLE IV

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE V

Principal Office, Registered Office and Registered Agent

The principal office, mailing address and initial registered office of this corporation shall be located at Egypt Shrine Temple, 4050 Dana Shores Drive, Tampa, Florida 33634 and the initial registered agent of this corporation at such office shall be Alan Cohen. This corporation shall have the right to change such principal and registered offices and such registered agent from time to time, as provided by law.

ARTICLE VI

Board of Directors

The Board of Directors of this corporation shall consist of not less than four (4) nor more than seven (7) members, the exact number of directors to be fixed from time to time by the stockholders or the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of four members, such members to hold office until their successors have been duly elected and qualified. The name and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
Alan Cohen	4050 Dana Shores Drive Tampa, Florida 33634
Cindy A. Dervech	4050 Dana Shores Drive Tampa, Florida 33634
Michael Bajsa	4050 Dana Shores Drive Tampa, Florida 33634
Steven A. Dervech	4050 Dana Shores Drive Tampa, Florida 33634

ARTICLE VIII

Incorporator

The name and street address of the incorporators making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Alan Cohen	4050 Dana Shores Drive Tampa, Florida 33634
Cindy A. Dervech	4050 Dana Shores Drive Tampa, Florida 33634

ARTICLE IX

Bylaws

(a) The power to adopt the bylaws of this corporation to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may

(b) The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE X

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles for the uses and purposes therein stated.


ALAN COHEN


CINDY A. DERVECH

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 25th day of April, 1997 personally appeared ALAN COHEN, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.


NOTARY PUBLIC

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

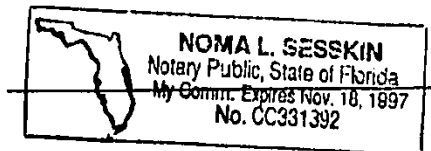
BEFORE ME, the undersigned authority, on this 25th day of April, 1997
personally appeared **CINDY A. DERVECH**, to me well known to be the person described in and
who signed the foregoing Articles of Incorporation, and acknowledged to me that she executed the
same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

Noma L. Sesskin

NOTARY PUBLIC

My Commission Expires:



CRYSTAL PALACE CATERING, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

ALAN COHEN, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations under Chapter 607, Florida Statutes.

DATED this 25th day of April, 1997.



ALAN COHEN