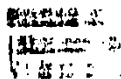


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April 21, 1997

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -5 PM 2:45

Secretary of State
PO Box 6327
Division of Corporations
The Capital
Tallahassee, FL 32314



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RE: Incorporation Documents

Dear Sir or Madam:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent for Coney Island Frankfurter, Inc. Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

My check, # 4268, in the amount of \$122.50 representing the fee for filings is enclosed.

Very truly yours,

713 S.E. 17th St. Causeway
Ft. Lauderdale, FL 33316

5/5/7

ARTICLES OF INCORPORATION
OF
CONEY ISLAND FRANKFURTER, INC.

SECRET
FEDERAL BUREAU OF INVESTIGATION
DIVISION OF INVESTIGATION
97 MAY -5 PM 2:45

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon signing of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c)(2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is
CONEY ISLAND FRANKFURTER, INC.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 100 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. Initial Registered Office and Agent. The street address of the initial registered office of this corporation is 713 SE 17th Street Causeway, Ft. Lauderdale, FL 33316 and the name of the initial registered agent of this corporation at that address is George Mayo. The address of the Corporation and the registered agent are the same.

ARTICLE VII. Initial Board of Directors. The corporation shall have one (1) Director initially. the number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. the name and address of the initial Director of this corporation is:

George Mayo
713 SE 17th Street Causeway
Ft Lauderdale, FL 33316

ARTICLE IX. Officers. The initial officer of the corporation will be:

George Mayo, President

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

George Mayo
713 SE 17th Street Causeway
Ft Lauderdale, FL 33316

ARTICLE XI. By-Laws. The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

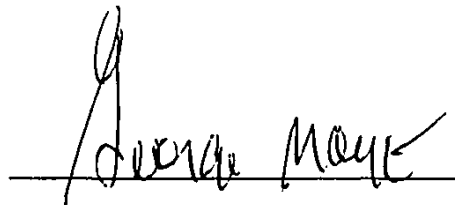
ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State
State of Florida
Division of Corporations
Department of State
Tallahassee, FL 32304

FLORIDA STATE
DIVISION OF CORPORATIONS
97 MAY -5 PM 2:45

I, George Mayo, do hereby consent to serve as
registered agent for the corporation, Coney Island
Frankfurter, Inc. this 30 day of April, 1997.



Address of registered agent:

713 SE 17th Street Causeway
Ft Lauderdale, FL 33316

The address of the corporation and the registered agent are
the same.

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 30th day of
April, 1997.

George Mayo

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally
appeared GEORGE MAYO, known to be and known by me
to be the person who executed the foregoing Articles of
Incorporation and he acknowledged before me that he executed
the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 30, day
of April, 1996.

[Signature]
NOTARY PUBLIC
Personality Known

My commission Expires: _____

