

P971000054097

DATE JUNE 17, 1997

SECRETARY OF STATE  
CORPORATE DIVISION  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA 32304

RE: THEME CAFES INC INC.  
(NAME OF CORPORATION)

GENTLEMEN:

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER WITH  
A COPY OF SAID ARTICLES FOR THEME CAFES INC.  
(NAME OF CORPORATION)

OUR CHECK IN THE AMOUNT OF \$122.50 INCLUDES THE FOLLOWING:

FILING FEE  
CHARTER TAX  
REGISTERED AGENT  
CERTIFIED COPY TOTAL \$122.50

RESPECTFULLY SUBMITTED,

000002216330--7  
-06/18/97-01101--002  
\*\*\*122.50 \*\*\*122.50

Mary Katherine Peduzzi  
INDIVIDUAL'S NAME

THEME CAFES INC.  
NAME OF CORPORATION

FORD & SYDNOR, CPA  
1005 KANE CONCOURSE  
SUITE 203  
BAY HARBOR ISLANDS, FLORIDA 33154

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 19 11:10:19

CP 6/19/97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JUN 18 AM 10:19

CERTIFICATE OF INCORPORATION  
-OF-

THEME CAFES INC.

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the Provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this Corporation shall be:

THEME CAFES INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida,

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) Dollar per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED (\$500.00) Dollars.

ARTICLE V

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

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

1005 KANE CONCOURSE, SUITE 203

BAY HARBOUR ISLANDS, FLORIDA 33154

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

MARY-KATHERINE PEDUZZI

356 MEADOWBROOK DR., HUNTINGDON VALLEY  
PA. 19006

JOSEPH D. SYDNOR

1005 KANE CONCOURSE, SUITE 203  
BAY HARBOR ISLANDS, FL 33154

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

Mary Katherine Peduzzi  
SIGNATURE OF INCORPORATOR

356 MEADOWBROOK DRIVE  
HUNTINGDON VALLEY, PA 19006  
ADDRESS

Joseph D. Sydnor  
SIGNATURE

1005 KANE CONCOURSE, SUITE 203  
ADDRESS  
BAY HARBOR ISLANDS, FL 33154

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed on record with the State.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 607.325 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT THEME CAFES INC.  
(Name of Corporation)  
WITH ITS PLACE OF BUSINESS AT 1005 KANE CONCOURSE, SUITE 223 BAY HARBOR ISLANDS  
Address, City  
HAS NAMED KENNETH J. ROMANO  
Name of Registered Agent  
LOCATED AT 9540 WEST BAY HARBOR DRIVE #3, BAY HARBOR ISLANDS  
(Must be street address and number of bldg) FLA. 33154  
CITY OF BAY HARBOR ISLANDS, STATE OF FL., AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FL.  
SIGNATURE Mary Katherine Peduzzi  
(Corporate Officer)  
TITLE PRESIDENT  
DATE JUNE 17, 1997

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Fl statutes.

SIGNATURE Kenneth J. Romano  
(Registered Agent)  
DATE JUNE 17, 1997

Bureau of Corporate Records, PO Box 6327, Tallahassee, Fl. 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 18 AM 10:19