

p97000057222



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 0721000 00032

REFERENCE : 446513 10072A

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 122.50

ORDER DATE : June 30, 1997

ORDER TIME : 10:10 AM

ORDER NO. : 446513-010

500002226275--7

CUSTOMER NO: 10072A

CUSTOMER: Arthur Lambertus, Esq
LAMBERTUS & LAMBERTUS

Suite 604
2929 East Commercial Boulevard
Fort Lauderdale, FL 33308

DOMESTIC FILING

NAME: 2975 CAFE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: _____

JUN 30 1997

ARTICLES OF INCORPORATION

OF

2975 CAFE, INC.

FILED TO FILE
ALL FLORIDA

THE UNDERSIGNED, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation shall be **2975 CAFE, INC.** The principal office of the corporation is **2929 East Commercial Boulevard, Suite 604, Ft. Lauderdale, Florida 33308**, and the mailing address of the corporation is **2929 East Commercial Boulevard, Suite 604, Ft. Lauderdale, Florida 33308**.

ARTICLE II
DURATION

The term of existence is perpetual.

ARTICLE III
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is **1,000** shares and each share shall be the par value of **\$1.00**. The stock of this corporation shall be common stock and shall be fully paid and non-assessable. The transfer or other disposal of stock of this corporation shall not be legal, valid or binding unless a record of such transfer or disposal is recorded in the books of the corporation.

ARTICLE IV
REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is **2929 East Commercial Boulevard, Suite 604, Ft. Lauderdale, Florida 33308** and the name of the initial registered agent at that address is **ARTHUR W. LAMBERTUS**.

ARTICLE V
BOARD OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors. The members of the Board of Directors need not be stockholders of the corporation.

ARTICLE VI
INCORPORATOR

The name and mailing address of the Incorporator of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
ARTHUR W. LAMBERTUS	2929 East Commercial Blvd., Suite 604, Ft. Lauderdale, Florida 33308

ARTICLE VII
INDEMNIFICATION

This corporation shall indemnify any director, officer, employee or agent of the corporation to the fullest extent permitted by Florida law.

ARTICLE VIII
AFFILIATED TRANSACTIONS

This corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE IX
CONTROL SHARE ACQUISITIONS

This corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 27th day of June, 1997.

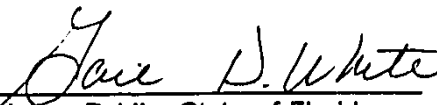


ARTHUR W. LAMBERTUS

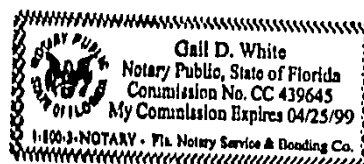
STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **ARTHUR W. LAMBERTUS**, who is personally known to me, and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed, and who did take an oath.

WITNESS my hand and Official seal in Fort Lauderdale, State of Florida this 27th day of June, 1997.



Notary Public, State of Florida



RESIDENT AGENT DESIGNATION

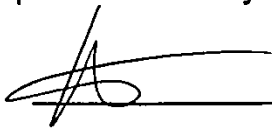
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **2975 CAFE, INC.**, desiring to organize or qualify under the laws of the
State of Florida, with its principal place of business at **2929 East Commercial
Boulevard, Suite 604, Ft. Lauderdale, Florida 33308** has named **ARTHUR W.
LAMBERTUS** located **2929 East Commercial Boulevard, Suite 604, Ft.
Lauderdale, Florida 33308** as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated
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.

INCORPORATOR:



DATE:

June 27, 1987

RESIDENT AGENT:



DATE:

June 27, 1987