

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 222-8870 • 1-800-342-8062 • Fax (904) 222-1222

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Vicko, Incorporated

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<input type="checkbox"/>	LTD Partnership File		
<input type="checkbox"/>	Foreign Corp. File		
<input type="checkbox"/>	L.C. File		
<input type="checkbox"/>	Fictitious Name File		
<input type="checkbox"/>	Name Reservation		
<input type="checkbox"/>	Merger File		
<input type="checkbox"/>	Art. of Amend. File		
<input type="checkbox"/>	RA Resignation		
<input type="checkbox"/>	Dissolution / Withdrawal	97 JUL -3 PM 4:16	
<input type="checkbox"/>	Annual Report / Reinstatement		RECEIVED TALLAHASSEE, FLORIDA
<input checked="" type="checkbox"/>	Cert. Copy		
<input type="checkbox"/>	Photo Copy		
<input type="checkbox"/>	Certificate of Good Standing		
<input type="checkbox"/>	Certificate of Status		
<input type="checkbox"/>	Certificate of Fictitious Name		
<input type="checkbox"/>	Corp Record Search		
<input type="checkbox"/>	Officer Search		
<input type="checkbox"/>	Fictitious Search		
<input type="checkbox"/>	Fictitious Owner Search		
<input type="checkbox"/>	Vehicle Search		
<input type="checkbox"/>	Driving Record		
<input type="checkbox"/>	UCC 1 or 3 File		
<input type="checkbox"/>	UCC 11 Search		
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<input type="checkbox"/>	Courier		

[Signature] *7/3*

Signature _____

Requested by: *DR* *7/2/97* *3:48*
Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

ARTICLES OF INCORPORATION
OF
FIRST VICKO INCORPORATED

FILED
97 JUL -3 PM 4:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation and liabilities, rights, powers, privileges and immunities of a corporation for profit, and I hereby certify:

ARTICLE I

The name of the Corporation shall be: FIRST VICKO INCORPORATED

ARTICLE II

This Corporation shall have perpetual existence commencing on the date of the filing of the Articles with the Department of State.

ARTICLE III

The general purpose of the corporation will be to own, acquire and operate various business operations, including restaurants, beer, wine and liquor bars. To include retail and wholesale purchase, exchange and sale of any and all items involved in such business. To engage in any lawful business under of the laws of the State of Florida.

ARTICLE IV

This Corporation is authorized to issue 100 shares at (\$1.00) Dollar Par Value, which shall be designated as "Common Stock".

ARTICLE V

Every shareholder, upon the sale for cash of any new stock of

this Corporation, shall have the right to purchase his prorata of share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

The location of the principal office of this Corporation in the State of Florida is 7301 South Dixie Highway, West Palm Beach, Florida 33405.

ARTICLE VII

The street address of the initial registered office of this Corporation is 7301 South Dixie Highway, West Palm Beach, Florida 33405, and the name of the initial registered agent of this Corporation at the address is H. BRYANT SIMS, ESQUIRE.

ARTICLE VIII

This Corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the Bylaws, however, there shall never be less than one Director. The name and address of the initial Board of Directors are:

CHARLES CELIAN, M.D.
429 East 52nd Street
Apt. 29C
New York, NY 10022

JOSEPH F. MCINERNEY
251 Orange Grove Road
Palm Beach, FL 33480

ARTICLE IX

The name and address of the Incorporator signing these Articles is:

H. BRYANT SIMS
7301 South Dixie Highway
West Palm Beach, FL 33405

ARTICLE X

The Officers of the Corporation shall be:

CHARLES CELIAN, M.D.
429 East 52nd Street
Apt. 29C
New York, NY 10022

President/Secretary

JOSEPH F. McINERNEY
251 Orange Grove Road
Palm Beach, FL 33480

Vice President/Treasurer

ARTICLE XI

This Corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE XII

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XIII

This Corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, or any amendment hereto, by majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

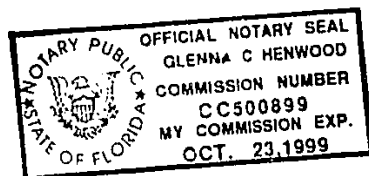
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 15 day of July, 1997.


H. BRYANT SIMS

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared, H. BRYANT SIMS, who produced as identification Florida Driver's License, known to me and by me to be the person who executed the above Articles of Incorporation, for the purposes therein expressed, this 1st day of July, 1997.



Glenna C. Henwood
GLENN C. HENWOOD
NOTARY PUBLIC
MY COMMISSION EXPIRES:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper performance of my duties. Dated this 1st day of July, 1997.

H. Bryant Sims
H. BRYANT SIMS, ESQUIRE

FILED
97 JUL -3 PM 4:56
CLERK OF STATE
PALM BEACH, FLORIDA