

PA 70000066937
Wendell Nichols & Company

CERTIFIED PUBLIC ACCOUNTANTS
15225 NORTHWEST 77TH AVENUE, SUITE 205
MIAMI LAKES, FLORIDA 33014-6866

WENDELL I. NICHOLS, C.P.A.
DENNIS D. NICHOLS, C.P.A.
GREGORY A. NICHOLS, C.P.A.

MEMBERS:
AMERICAN INSTITUTE OF CERTIFIED
PUBLIC ACCOUNTANTS

TELEPHONE (305)823-6533

July 24, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

700002253817--0
-07/31/97--01062--012
****122.50 ****122.50

Re: Miami Eat, Inc.

Gentlemen,

Enclosed please find the original and one copy of the Articles of Incorporation, together with a check in the amount of \$ 122.50

This represents the cost of the Filing Fee, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



Gregory A. Nichols, CPA

FILED
97 AUG -1 AM 9:01
TALLAHASSEE, FLORIDA



FILED
97 AUG -1 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of

Miami Eat, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Miami Eat, Inc.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Hundred shares (500) of One Dollar (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Michele Sandberg
18181 N.E. 31 Court
Suite 707
North Miami Beach, FL 33160

The principal office, if known, or mailing address of the corporation is:

Miami Eat, Inc.
18181 N.E. 31 Court
Suite 707
North Miami Beach, FL 33160

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This 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 shall never be less than one (1). The names and addresses of the initial directors of the corporation is as follows:

Michele Sandberg
18181 N.E. 31 Court
Suite 707
North Miami Beach, FL 33160

ARTICLE VII - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is as follows:

Michele Sandberg
18181 N.E. 31 Court
Suite 707
North Miami Beach, FL 33160

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this Tues day of July 29, 1997.

Michele Sandberg

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

Miami Eat, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation at:

18181 N.E. 31 Court
Suite 707
North Miami Beach, FL 33160

has named Michele Sandberg, as its Registered Agent to accept service of process
within the state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obligations of
that position, I hereby accept to act in this capacity, and agree to comply with the provisions of
Florida Law in keeping said office.


(registered agent)

FILED
97 AUG -1 AM 9 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA