

P97000073041



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 505919 10295A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : August 22, 1997

ORDER TIME : 11:04 AM

ORDER NO. : 505919-005

200002274912--9

CUSTOMER NO: 10295A

CUSTOMER: Itzhak Bachar, Esq
ITZHAK BACHAR, P.A.

1 Nationwide Bank Building
633 N.e. 167th St., Ste. 1112
North Miami Bea, FL 33162

DOMESTIC FILING

NAME: SHALOM RESTAURANT CAFE &
GRILL, 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:

FILED
97 AUG 22 PM 1:17
SEC. STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 AUG 22 PM 12:11
DIVISION OF CORPORATION

SN AUG 22 1997

5

ARTICLES OF INCORPORATION
OF
SHALOM RESTAURANT CAFE & GRILL, INC.

FILED
97 AUG 22 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

SHALOM RESTAURANT CAFE & GRILL, INC.

The address of the principal office of this Corporation shall be: 210 - 23rd Street, Miami Beach, Florida 33139, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 210 - 23rd Street, Miami Beach, Florida 33139, and the name of the initial registered agent of the Corporation at that address is SHALOM YEFET.

ARTICLE V. TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This Corporation shall have one [1] director. The name and street address of the initial director who shall hold office for the first year of the Corporation, or until his successor is elected or appointed is:

Shalom Yefet	210 - 23rd Street
Director/President	Miami Beach, Florida 33139

ARTICLE VII. PREEMPTIVE RIGHTS

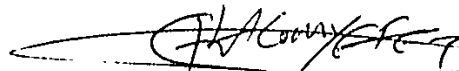
The Corporation elects to have preemptive rights.

ARTICLE VIII. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation:

Shalom Yefet	210 - 23rd Street
Director/President	Miami Beach, Florida 33139

IN WITNESS WHEREOF, the undersigned subscribing Incorporators have hereunto set their hands and seals on this 18 day of AUG, 1997.



SHALOM YEFET, Incorporator

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Date: July 15, 1997



SHALOM YEFET, Registered Agent

FILED
97 AUG 22 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA