

M. TACHIBANA, C.P.A., P.A.

MEMBER - AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS • FLORIDA INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

P97000082642

September 22, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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Enclosed please find Articles of Incorporation for JAPANESE CAFE TOKYO, INC., and a check in the amount of \$ 122.50 for the filing of these articles. Please file these articles with an effective date of September , 1997.

Please file these articles and return the certified copy to me at my office:

M. Tachibana, C.P.A., P.A.
1000 Quayside Terr. # 1608
Miami Beach, FL 33138

Sincerely,

M. Tachibana
M. Tachibana, C.P.A., P.A.

FILED
97 SEP 22 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(4)

DMC
9-24-97

EFFECTIVE DATE
9-20-97

ARTICLES OF INCORPORATION
OF
JAPANESE CAFE TOKYO, INC.

FILED

97 SEP 22 AM 9:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

EFFECTIVE DATE

ARTICLE I - NAME

9-20-97

The name of this corporation is Japanese Cafe Tokyo, Inc. The mailing address of the corporation is 11870 S.W. 102 Street, Miami, Florida 33186.

ARTICLES II - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of Florida and the United States.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value Common Stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which she already holds, shall have the right to purchase her pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 11870 S.W. 102 Street, Miami, Florida 33186 and the name of the initial registered agent of this corporation at this address is Nobuko Okamoto.

ARTICLES VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and address of the initial director of this corporation is:

Nobuko Okamoto
11870 S.W. 102 Street
Miami, Florida 33186

Junji Okamoto
11870 S.W. 102 Street
Miami, Florida 33186

Shinichi Yamanoto
11870 S.W. 102 Street
Miami, Florida 33186

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:


Nobuko Okamoto
11870 S.W. 102 Street
Miami, Florida 33186

Junji Okamoto
11870 S.W. 102 Street
Miami, Florida 33186

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned subscribed have executed these Articles of Incorporation on 20 September, 1997.

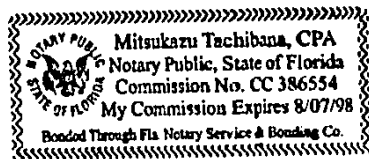

Junji Okamoto, Subscriber



Nobuko Okamoto, Subscriber

State of Florida)
) ss
County of Dade)

Before me, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Nobuko Okamoto and Junji Okamoto known to me and known by me to be the persons who executed the foregoing Articles of Incorporation.

In Witness whereof, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on 20 September, 1997.



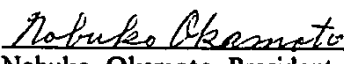


Notary Public
State of Florida

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

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

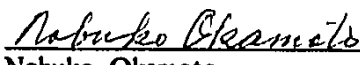
That Japanese Cafe Tokyo, Inc. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the city of Miami, County of Dade, State of Florida, has named Nobuko Okamoto located at 11870 S.W. 102 Street, Miami, Florida 33186 as its agent to accept service of process within this state.



Nobuko Okamoto, President
20 September, 1997

ACKNOWLEDGEMENT:

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



Nobuko Okamoto
20 September, 1997

FILED
97 SEP 22 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA