

PA 7000091552
W OFFICES
ROBERT BRIAN ROEMER, P.A.

Telephone: (561) 832-1300
Telecopier: (561) 832-5422

359 South County Road, Suite #3
Palm Beach, Florida 33480

July 29, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

700002319237--3
-10/13/97--01124--005
****122.50 ****122.50

Re: Articles of Incorporation of
F & R, Inc.

Dear Sir:

Enclosed please find Original and one (1) copy of Articles of Incorporation of F & R, Inc. and a Check in the amount of \$122.50 for the filing of same.

We would appreciate a Copy of the Articles returned to us via U.S. Mail.

Thank you for your cooperation in this matter.

Very truly yours,



ROBERT BRIAN ROEMER

RBR:dcl
Enclosures
Articles of Incorporation

FILED
97 OCT 24 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W97-23395



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 14, 1997

ROBERT BRIAN ROEMER, ESQ.
359 SOUTH COUNTY ROAD SUITE 3
PALM BEACH, FL 33480

SUBJECT: F & R, INC.
Ref. Number: W97000023395

We have received your document for F & R, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

Letter Number: 897A00050136

LAW OFFICES
OF
ROBERT BRIAN ROEMER, P.A.

Telephone: (561) 832-1300
Telecopier: (561) 832-5422

359 South County Road, Suite #3
Palm Beach, Florida 33480

July 29, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Articles of Incorporation of
PHILTOB, INC.

Dear Sir:

Enclosed please find Original and one (1) copy of Articles of Incorporation of PHILTOB, INC. You have already received a check in the amount of \$122.50 for the filing of F & R Inc. As that name is unavailable, please apply the check to the above named corporation.

We would appreciate a Copy of the Articles returned to us via U.S. Mail.

Thank you for your cooperation in this matter.

Very truly yours,

Robert B Roemer
ROBERT BRIAN ROEMER

RBR:dcl
Enclosures
Articles of Incorporation

FILED
97 OCT 24 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PHILTOB, INC.

97 OCT 24 AM 11:34
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE ONE

1.01 The name of this corporation is PHILTOB, INC.

ARTICLE TWO

2.01 The corporation is to have perpetual existence.

ARTICLE THREE

3.01 The purpose for which the corporation is organized is to operate a restaurant business. The Corporation may engage in the stated business or specific profession and in any other transaction or business, permitted under the laws of the United States and of this State.

ARTICLE FOUR

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 100, all of which shall be common shares with a par value of \$1.00 per share.

4.02 The minimum amount of paid-in capital with which the corporation shall begin business shall be not less than One Hundred Dollars (\$100.00).

ARTICLE FIVE

5.01 The street address of the initial corporate office of the corporation is 424 24th Street, West Palm Beach, Florida 33407.

5.02 The name and address of the initial Registered Agent for this corporation to accept service of process within the State of Florida is Patricia Feriola, 424 24th Street, West Palm Beach, Florida 33407.

ARTICLE SIX

6.01 The name and address of the incorporator of this corporation is Patricia Feriola, 424 24th Street, West Palm Beach, Florida 33407.

6.02 Said incorporator is over the age of eighteen (18) years; is sui juris, and is a citizen of the United States.

ARTICLE SEVEN

7.01 One (1) director shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The name and address of the member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
PATRICIA FERIOLA	424 24TH STREET WEST PALM BEACH, FL 33407

ARTICLE EIGHT

8.01 Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

ARTICLE NINE

9.01 The effective date of this corporation shall be upon filing an acceptance with The Florida Division of Corporations.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 20 th day of October, 1997.

By Patricia A. Feriola
PATRICIA FERIOLA
Incorporator

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address) in some conspicuous place in such office as required by law.

By Patricia A. Feriola
PATRICIA FERIOLA
Registered Agent

FILED
97 OCT 24 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
OCT 24 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA