

P98000014514

February 10, 1998

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Att: Charter Section

500002428635--8
-02/12/98--01040--016
****122.50 ****122.50

Re: LAID BACK LENNY'S INC.

Gentlemen:

Enclosed herewith are two copies of the Articles of Incorporation for Laid Back Lenny's, Inc.

Our check in the amount of \$122.50 is also enclosed for the following:

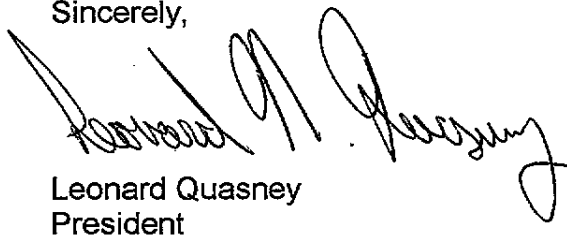
Filing Fee
Charter Tax
Registered Agent
Certified Copy

Please return our documents to the following:

*Please use enclosed
Red E/ LABEL*

Charles A. Pierson
19800 S.W. 180 Avenue
Lot 468
Miami, Florida 33187

Sincerely,


Leonard Quasney
President

LAID BACK LENNY'S, INC.

FILED
98 FEB 12 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A FEDERAL EXPRESS LABEL IS ENCLOSED FOR YOUR CONVENIENCE IN RETURNING THE DOCUMENTS. THANK YOU.

Jan 21/98

FILED
98 FEB 12 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
- OF -

LAID BACK LENNY'S, INC.

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the Provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this Corporation shall be:

LAID BACK LENNY'S, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number os shares of capital stock that this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less that FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

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

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

3135 Commodore Plaza

Coconut Grove, Florida 33133

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five.

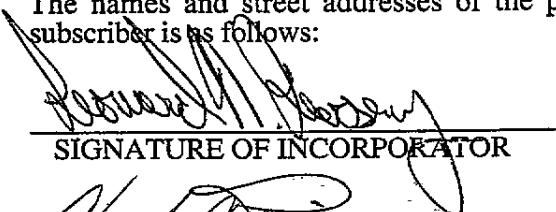
ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

<u>Leonard Quasney</u>	<u>31255 Ave. G., Big Pine Key, Fla 33043</u>
<u>Patricia Quasney</u>	<u>31255 Ave., G., Big Pine Key, Fla 33043</u>
<u>Charles a. Pierson</u>	<u>19800 S.W. 180 ave., 468, Miami, Fla 33187</u>
<u>Alyce E. Pierson</u>	<u>19800 S.W. 180 ave., 468, Miami, Fl 3318</u>

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:


SIGNATURE OF INCORPORATOR

31255 Ave. G., Big Pine Key, Fla.
ADDRESS 33043


SIGNATURE

19800 S.W. 180 Ave., #468
ADDRESS

Miami, Florida 33187

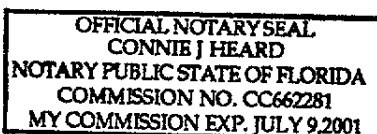
ARTICLE X


The corporate existence of this corporation shall begin on the date on the Articles of Incorporation that are filed on record with the State.

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing Articles of Incorporation were acknowledged before me at Homestead, Dade County, Florida, this 10th day of February, 1998, by Leonard Quasney and Charles A. Pierson, who are personally known to me.




NOTARY PUBLIC, State of Florida

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

IN COMPLIANCE WITH SECTION 607.325 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT LAI D BACK LENNY'S, INC.
(Name of Corporation)

WITH ITS PLACE OF BUSINESS AT 3135 Commadore Plaza, Coconut Grove
Address, City Florida 33133

HAS NAMED Charles A. Pierson
Name of Registered Agent

LOCATED AT 19800 S.W. 180 Ave., #468
(Must be street address and number of bldg.)

CITY OF Miami, STATE OF FL., AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FL.

SIGNATURE [Signature]
Corporate Officer

TITLE President

DATE 2/10/98

Having been named to accept service of process for the above state corporation, at the place designated in this certificates, I hereby agree to act in this capacity, and I furthur agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Fl. Statutes.

SIGNATURE [Signature]
Registered Agent

DATE 2/10/98

Bureau of Corporate Records, P.O. Box 6327, Tallahassee, Florida 32314

FILED
98 FEB 12 AM 10:50
TALLAHASSEE, FLORIDA
SECRETARY OF STATE