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April 13, 1998

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

Re: Articles of Incorporation
The Osteen Diner, Inc.

Dear Sir:

Enclosed please find the Articles of Incorporation and Appointment of Registered Agent for **The Osteen Diner, Inc.** I have also enclosed the sum of \$122.50 as the filing fee. Please return to the address above when the documents have been filed. Thank you for your assistance in this matter.

Sincerely,



Richard A. Heller
Attorney At Law

RAH/rah

FILED
98 APR 17 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 20 1998

**ARTICLES OF INCORPORATION
OF
THE OSTEEN DINER, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME: The name of this corporation shall be The Osteen Diner, Inc.

ARTICLE II

DURATION: The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE: The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act. The nature of the business is that of a restaurant and lounge.

ARTICLE IV

CAPITAL STOCK: The aggregate number of shares that the corporation has authority to issue is One Thousand (1,000) all of which shall be common shares with par value of ONE DOLLAR (\$1.00).

ARTICLE V

REGISTERED OFFICE: The street address of the initial registered office of the corporation is: 1001 West Orange Blossom Trail, Apopka, Florida 32703

The name of the initial registered agent at that address is:

TERRY M. BLOW

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98 APR 17 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

DIRECTORS: The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted, but shall never be less than one (1).

The name and address of the initial director is:

**TERRY M. BLOW
820 Emerald Drive
Orlando, Florida 32808**

ARTICLE VII

INCORPORATOR(S): The names and addresses of the persons signing these Articles of Incorporation as the incorporators are:

**TERRY M. BLOW
820 Emerald Drive
Orlando, Florida 32808**

ARTICLE VIII

PRINCIPAL PLACE OF BUSINESS: The principal place of business of the corporation is:

**820 Emerald Drive
Orlando, Florida 32808**

ARTICLE IX


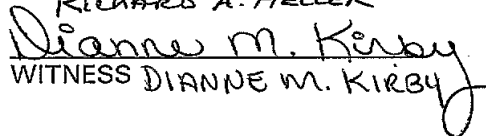
COMMENCEMENT OF EXISTENCE: The corporation shall commence its existence on the date chartered by the State of Florida.

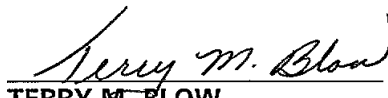
ARTICLE X

AMENDMENTS: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be proposed by a majority of the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereof, unless all the stockholders sign a written statement manifesting their intention that certain amendment to these Articles of

Incorporation be made.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on
this 13th day of April, 1998.


WITNESS
Richard A. Heller

WITNESS DIANNE M. KIRBY


TERRY M. BLOW

APPOINTMENT OF REGISTERED AGENT

OF

THE OSTEEN DINER, INC.

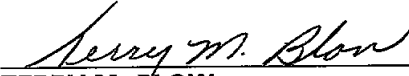
In pursuance of Chapter 48.091, Florida Statutes, the above named corporation submits the following in compliance with said Act:

That the above named corporation desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation has named the following individual at the following address as its agent to accept services of process within the State of Florida:

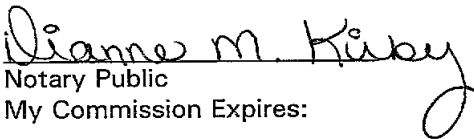
TERRY M. BLOW
1001 West Orange Blossom Trail
Apopka, Florida 32703

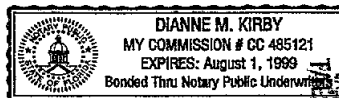
ACKNOWLEDGEMENT:

Having been named to accept service of process for the above 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.


TERRY M. BLOW

SWORN TO AND SUBSCRIBED BEFORE ME this 13th day of April, 1998, by **TERRY M. BLOW**, who produced a State of Florida driver's license as identification.


Notary Public
My Commission Expires:



FILED
98 APR 17 PM 3:09
CLERK OF STATE
TALLAHASSEE, FLORIDA