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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839

ACCT#: 071001002335

FAX #: (305) 716-0346

NAME: LE ROSEAU RESTAURANT, INC.
AUDIT NUMBER.....H98000007706
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS...1 PAGES..... 3
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK APR 24 1998

ARTICLES OF INCORPORATION
OF

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida general Corporation Act, hereby adopt (s) the following Articles of incorporation

ARTICLE I NAME

The name of the corporation shall be:

LE ROSEAU RESTAURANT, INC.

The principal place of business of this corporation shall be:

**12900 NW 7TH AVENUE
MIAMI, FLORIDA 33168-2726**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 750 shares.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer (s) and director (s), if any, who shall hold office the first year of the corporation's existence or until their successor (s) is (are) elected, is (are).

**CLAUDE BASTIEN
601 NE 39TH STREET
MIAMI, FLORIDA 33127**

PRESIDENT

**EMMANUEL BASTIEN
17311 NE 2ND AVENUE
MIAMI, FLORIDA 33162**

VICE-PRESIDENT

Prepared By: Comprehensive Business Services
7001 Biscayne Blvd. 1st Floor
Miami, Florida 33138
(305) 751-1226

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TALLAHASSEE, FLORIDA

H98000007706

SIGNATURE *



DATE

4/21/98

ARTICLE VI INCORPORATOR (S)

The name (s) and street address (es) of the incorporator (s) to this articles of incorporation is (are):

LINDA POMELL
655 IVES DAIRY ROAD
MAINE, FLORIDA 33179

IN WITNESS WHEREOF, the undersigned incorporator (s) has (have) executed these Articles of Incorporation this 21 Day of April, 1998.

Signature(s) of Incorporator(s)



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LINDA POMELL
655 IVES DAIRY ROAD
MIAMI, FLORIDA 33179

SECRETARY

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1- The name of the corporation:

LE ROSEAU RESTAURANT, INC.
- 2- The name and address of the registered agent and office is:
LINDA POMELL

(P O BOX NOT ACCEPTABLE)

655 IVES DAIRY ROAD
MIAMI, FLORIDA 33179

(CITY/STATE/ZIP)

SIGNATURE _____

TITLE Secretary

DATE 4/21/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER 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, FLORIDA STATUTES

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