

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAY 28 PM 12:45

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Famous Pita Hut, Inc.

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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MAY 28 1998
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TALLAHASSEE, FLORIDA

Signature _____

Requested by: 23 Date: 5/28/98 Time: 9:03

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

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ARTICLES OF INCORPORATION

OF

FAMOUS PITA HUT, INC.

The undersigned hereby subscribes to these Articles of Incorporation for any legal purpose permitted under the laws of the State of Florida and of the United States of America.

ARTICLE I
NAME

The name of the corporation is: Famous Pita Hut, Inc.

ARTICLE II
NATURE OF BUSINESS

The general nature of business to be transacted by the Corporation is:

To engage in the business of food and beverage services.

To do everything necessary and proper for the accomplishment of any of the purposes of the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation of any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or objects or the furtherance of such purposes or objects of the Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

ARTICLE III
CAPITAL STOCK

Any and all legal purposes permitted under the laws of the State of Florida and of the United States of America.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock with a nominal or par value that this corporation is authorized to have outstanding at any one time, together with the distinguishing characters of each, into which same are divided, and the par value of the shares of stock, other than the shares which have no par value or nominal value shares are as follows: one hundred (100) one dollar (\$1.00) par value shares of and each share having equal rights, privileges and voting powers.

The total authorized capital stock of this corporation is one hundred shares divided into shares at the par value of one (\$1.00) dollar each. The amount of capital with which this corporation will begin business is one hundred (\$100.00) dollars. Shares of stock of this corporation shall be paid for in cash at a valuation to be fixed by the affirmative vote of a majority of the Board of Directors but may be paid for by property, labor or services whenever the Board of Directors so authorizes by unanimous consent.

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI
PRINCIPAL PLACE OF BUSINESS

17254 and 17258 Collins Avenue
Sunny Isles, Dade County, Florida 33160

ARTICLE VII
DIRECTORS

The number of directors of this corporation shall be two (2) initially, but may be increased according to the by-law adopted by the shareholders.

ARTICLE VIII
INITIAL DIRECTORS

The name and street address of the first Board of Directors and Incorporators who, subject to the provision of these Articles of Incorporation, the by-laws and laws of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

DIRECTOR/PRESIDENT

Mr. Aharon Nakash
17254 and 17258 Collins Avenue
Sunny Isles, Dade County, Florida 33160

VICE PRESIDENT/SECRETARY

Mr. Yehuda Mizrachi
17254 and 17258 Collins Avenue
Sunny Isles, Dade County, Florida 33160

ARTICLE IX
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and

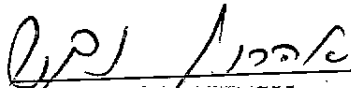
approved at a stockholder meeting by a majority of the stock entitled to vote thereon, unless all directors and all stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE X
REGISTERED AGENT

The resident Agent upon whom service of process is made is:

Mr. Aharon Nakash
17254 and 17258 Collins Avenue
Sunny Isles, Dade County, Florida 33160

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at 9485 Sunset Drive, Suite A-270, Miami, Florida 33173, for the use and purpose aforesaid.



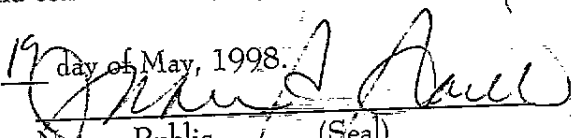
AHARON NAKASH

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BE IT REMEMBERED that on the 19 day of May, 1998, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, AHARON NAKASH, the aforesaid subscriber tot he foregoing Articles of Incorporation, to me known and known to me to be the individual described in and whom executed the foregoing Articles of Incorporation, and acknowledged the foregoing Articles of Incorporation, as his voluntary act and deed and that the facts set forth therein are true and correct.

WITNESS my hand and official seal this 19 day of May, 1998.

My Commission Expires:



Notary Public (Seal)

Yehuda Mizrahi
YEHUDA MIZRACHI

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BE IT REMEMBERED that on the 19th day of May, 1998, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, YEHUDA MIZRACHI, the aforesaid subscriber to the foregoing Articles of Incorporation, to me known and known to me to be the individual described in and whom executed the foregoing Articles of Incorporation, and acknowledged the foregoing Articles of Incorporation, as his voluntary act and deed and that the facts set forth therein are true and correct.

WITNESS my hand and official seal this 19th day of May, 1998.

My Commission Expires:

Malgorzata J. Kon

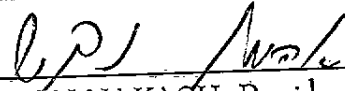
Notary Public (Seal)

NOTARY PUBLIC - STATE OF FLORIDA
MALGORZATA J. KON
COMMISSION # CC668722
EXPIRES 6/25/2001
BONDED THRU AGA 1-588-NOTARY1

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered, in the State of Florida.

First that FAMOUS PITA HUT, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named AHARON NAKASH, located at 17254 and 17258 Collins Avenue, Sunny Isles, Dade County, Florida 33160, as its agent to accept service of process within this State.



AHARON NAKASH, President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



AHARON NAKASH
Registered Agent

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