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June 12, 1998

Secretary of State
Division of Corporations
The George Firestone Bldg.
409 Gaines Street
Tallahassee, Florida 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 15 AM 8:41

RE: FILING OF ARTICLES OF INCORPORATION FOR
Kismet Kafe, Inc.

Dear Sir/Madam:

Enclosed please find a check payable to the Secretary of State in the amount of \$70.00 for filing of the enclosed Articles for Exeter Management, Inc. Please a copy of the Articles of Incorporation in the self addressed stamped envelope.

If you should have any questions or need any further information, please feel free to call.

Very truly yours,

TIMOTHY W. GENSMER, P.A.



Timothy W. Gensmer

TWG/lsm

Enclosures:

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ARTICLES OF INCORPORATION
OF
Kismet Kafé, Inc.

FILED
SECRETARY OF CORPORATIONS
98 JUN 15 AM 8:42

ARTICLE 1. - NAME

The name of this corporation is Kismet Kafé, Inc.

ARTICLE 2. - DURATION

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

ARTICLE 3. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4. - POWERS

This corporation shall have all of the powers enumerated in the Florida General Corporation Act.

ARTICLE 5. - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of voting common stock with a par value of \$1.00 per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

The holders of the common stock of the corporation shall have the preemptive right to purchase upon such price, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the corporation as may be issued from time to time of the corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the corporation, and shall be exercised in the

respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time.

ARTICLE 7. - PRINCIPAL OFFICE OR MAILING ADDRESS

The street address of principal office is 709 Johnson Drive, Ruskin, Florida 33570 and the mailing address of the corporation is 709 Johnson Drive, Ruskin, Florida 33570.

ARTICLE 8. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 709 Johnson Drive, Ruskin, Florida 33570 and the name of the initial registered agent of this corporation at that address is Nanette Sinclair.

ARTICLE 9. - INCORPORATOR

The name and address of the Incorporator is:

NANETTE SINCLAIRE
709 Johnson Drive
Ruskin, Florida 33570

ARTICLE 10. - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporator has executed these Articles of Incorporation on the 11 day of June, 1998.


NANETTE SINCLAIRE

STATE OF FLORIDA
COUNTY OF SARASOTA

Before me, a Notary Public, appeared Nanette Sinclair known to be the person described as the Incorporator, or who produced Florida Driver's License as identification, who executed the foregoing Articles of Incorporation, and said person did acknowledge subscribing to the same.

Witness my hand and official seal this 11th day of June, 1998.

Timothy W. Gensmer
NOTARY PUBLIC

MY COMMISSION EXPIRES:



TIMOTHY W. GENSMER
COMMISSION # CC 437721
EXPIRES FEB 8, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF APPOINTMENT

AS REGISTERED AGENT FOR

NANETTE SINCLAIRE

Having been named to accept service of process for the above-stated corporation, at the place designated in the corporation's articles of incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further state that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: 6/11/98

Nanette Sinclair
Nanette Sinclair

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 15 AM 8:42