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July 30, 1998

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

000002604110--3 -07/31/38-01057-010 ****122.50 *****122.50

RE: SPECIAL EVENTS RESTAURANTS, INC.

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$122.50, representing payment for the following expenses:

Filing Fee \$ 35.00
Registered Agent Fee 35.00
Certified Copy 52.50

Total \$122.50

Please return the certified copy to this office at your earliest convenience.

If you should have any questions or require additional information, please do not hesitate to contact the undersigned.

KEITH A. JAMES

KANkms Enclosures

cc: Brian W. Smith, Esq.

98 JUL 31 PM 1:5

KEITH A. JAMES, P.A.

5725 Corporate Way, Suite 106 West Palm Beach, Florida 33407 Phone (561) 686-4500 • Fax (561) 686-4058

ARTICLES OF INCORPORATION

<u>OF</u>

SPECIAL EVENTS RESTAURANTS, INC.

98 JUL 31 PM 1:55
SECRETARY OF STATE
BALLAHASSEE ET OPINA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is SPECIAL EVENTS RESTAURANTS, INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be 71 East Indiantown Road, Jupiter, Florida 33458.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock with \$0.01 par value per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 580 Village Boulevard, Suite 260, West Palm Beach, Florida 33409. The name of the initial registered agent of the Corporation at that address is Brian W. Smith, Esq.

ARTICLE VII

INITIAL DIRECTORS

The names and street addresses of the initial directors of the Corporation are as follows:

Name:

Address:

1. Anthony Simons

3583 Victoria Drive West Palm Beach, FL 33406

	Name:	Address:
2.	Michael Habicht	2233 22nd Way West Palm Beach, FL 33407
3.	Scott Vogel	2942 Susan Avenue Palm Beach Gardens, FL 33410
4.	Jeff Platz	371 Riverside Drive Palm Beach Gardens, FL 33410

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws of the Corporation shall be vested in the shareholders of the Corporation.

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator is as follows:

Name: Address:

KEITH A. JAMES, ESQ. 5725 Corporate Way, Suite 106

West Palm Beach, Florida 33407

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation

this 23rd day of July, 1998.

KEITH A. JAMES, ESQ.

STATE OF FLORIDA COUNTY OF PALM BEACH

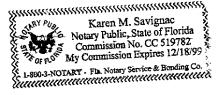
The foregoing Articles of Incorporation were acknowledged before me this ^{23rd} day of July, 1998, by KEITH A. JAMES, ESQ., who:

[x]	is personally known to me; or
]	has produced identification:

Notary Public, State of Florida

Karen M. Savignac

(Print, Type or Stamp Commissioned Name of Notary Public)



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, BRIAN W. SMITH, ESQ., am familiar with and accept the obligations of the appointment as the initial registered agent of SPECIAL EVENTS RESTAURANTS, INC., as made in the foregoing Articles of Incorporation.

DATED this 27 1 day of July, 1998.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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