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LAW OFFICES

BUCHBINDER & ELEGANT

PROFESSIONAL ASSOCIATION

BANK ATLANTIC BUILDING • FOURTH FLOOR

46 SOUTHWEST FIRST STREET

MIAMI, FLORIDA 33130-1610

HARRIS J. BUCHBINDER*

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TELEPHONE (305) 358-1515

FAX NO. (305) 358-5202

*ALSO ADMITTED IN COLORADO

November 25, 1998

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

Re: Articles of Incorporation for Time Square Deli, Inc.

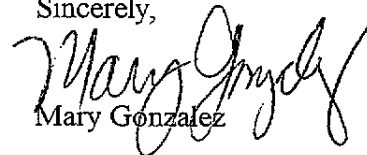
To Whom It May Concern:

Enclosed for filing please find original and one copy of Articles of Incorporation for Time Square Deli, Inc., along with a check payable to Secretary of State in the amount of \$78.75 and a self-addressed envelope.

If you have any questions, please call me.

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*****78.75 *****78.75

Sincerely,


Mary Gonzalez

Encs.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 30 PM 1:01

B. BROCK DEC 4 1998

ARTICLES OF INCORPORATION
OF
TIME SQUARE DELI, INC.

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

TIME SQUARE DELI, INC.

The address of the principal office of this corporation shall be:

5365 Fisher Island Drive
Miami, Florida 33109

and the mailing address of the corporation shall be the same.

ARTICLE II

NATURE OF THE BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE IV

REGISTERED AGENT

The street address of the initial registered office of the corporation shall be:

46 S.W. First Street, 4th Floor
Miami, Florida 33130

and the name of the initial registered agent of the corporation at that address is:

Mary Gonzalez

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have at least one Director. The names and addresses of the initial members of the Board of Directors are:

ARTICLE VII

OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Mary Gonzalez

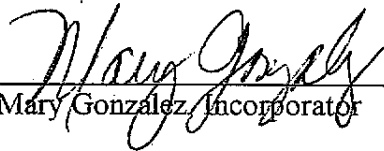
46 S.W. First Street, 4th Floor
Miami, Florida 33130

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Mary Gonzalez
46 S.W. First Street, 4th Floor
Miami, Florida 33130


IN WITNESS WHEREOF, the undersigned, being the Incorporator of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this 25th day of November, Mary Gonzalez, 1998.



Mary Gonzalez, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Mary Gonzalez, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Mary Gonzalez, Registered Agent

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