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AND PENNSYLVANIA

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-01/29/99-01101--002
*****78.75 *****78.75

January 26, 1999

VIA CERTIFIED MAIL RECEIPT #Z121 422 715

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 29 AM 9:30

RE: J.S. CULINARY ENTERPRISES, INC.

Dear Sir/Madam:

Enclosed please find our law firm's check in the amount of \$78.75 representing the filing fee for the enclosed Articles of Incorporation and Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served, on the above named corporation.

Kindly process same and return the Articles in the enclosed self-addressed stamped envelope provided for your convenience. Thank you in advance.

Very truly yours,

SCHWARTZ, GOLD, COHEN, ZAKARIN & KOTLER, P.A.



Michael I. Kotler

MIK/snr

Enclosures

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ARTICLES OF INCORPORATION
OF
J.S. CULINARY ENTERPRISES, INC.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION
99 JAN 29 AM 9:30

ARTICLE I

NAME

The name of this corporation is

J.S. CULINARY ENTERPRISES, INC.

ARTICLE II

PURPOSE

This corporation is organized for the following purposes:

1. To own and operate a restaurant business.
2. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$1.00 per share.
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him/her from voting thereon.
- (c) Except as otherwise provided by law, the entire voting power for the election of

directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is . The initial registered agent of this corporation is **JARRETT SAMMEL** with his address at **4533 N. Ocean Drive, Apt. 1, Lauderdale by the Sea, Florida 33308**. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director, initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

JARRETT SAMMEL, 4533 N. Ocean Drive, Apt. 1, Lauderdale by the Sea, Florida 33308

ARTICLE VII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles is:


Jarrett Sammel, 4533 N. Ocean Drive, Apt. 1, Lauderdale by the Sea, Florida 33308

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22 day of January 1999.


JARRETT SAMMEL

STATE OF FLORIDA)
)ss.
COUNTY OF Palm Beach)

Sworn to and subscribed before me this 22 day of January 1999, by **JARRETT SAMMEL** who is personally known to me (or who has produced FL Drivers License 8540-425 73-385-0 as identification) and who did take an oath.


Notary Public, State of Florida




**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That **J.S. CULINARY ENTERPRISES, INC.**, is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of **Lauderdale by the Sea**, County of **Broward**. State of Florida has named **JARRETT SAMMEL**, located at **4533 N. Ocean Drive, Apt. 1, Lauderdale by the Sea, Florida 33308**, its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.


JARRETT SAMMEL
(Registered Agent)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 29 AM 9:31