

P 99000018836  
February 22, 1999

Florida Dept. of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32301

800002788848--8

-02/26/99--01083--001

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Subj: Incorporation of ITALIAN FISHERMAN RESTAURANT OF PSJ, INC.,  
effective January 1, 1999.

Dear Sir:

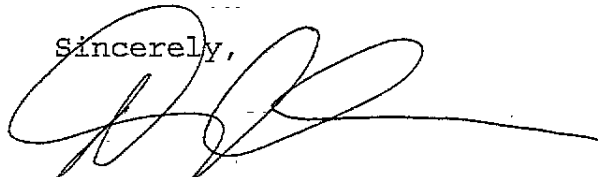
Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fees.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Atlantic Legal Services, Inc., 1592 N. HWY A1A, Satellite Beach, FL 32937, Telephone (407)773-2020.

Thank you for your assistance in this matter.

Sincerely,



Diane Maronde

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99 JAN -1 PM 2:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Madine*  
*Sandra*  
*2/26/99*  
*[Signature]*

AFFIDAVIT OF RELEASE

STATE OF FLORIDA  
COUNTY OF BREVARD

BEFORE ME, an officer duly authorized in the State and County named above to take acknowledgments and administer oaths, personally appeared DIANE MARONDE and DAN MARONDE, who, after being duly sworn, deposes and says:

1. We have filed Articles of Dissolution with the State of Florida for ITALIAN FISHERMAN RESTAURANT OF PSJ, INC. On February 22, 1999.

2. We will not under any circumstances revoke the Dissolution of ITALIAN FISHERMAN RESTAURANT OF PSJ, INC.

3. We release the name of ITALIAN FISHERMAN RESTAURANT OF PSJ, INC., for effective use immediately.

CL/PL

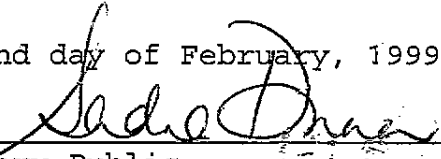
  
DIANE MARONDE

As Director and  
Shareholder

  
DAN MARONDE

As Director and  
Shareholder

SWORN TO AND SUBSCRIBED before this 22nd day of February, 1999

  
Notary Public



ARTICLES OF INCORPORATION

OF

ITALIAN FISHERMAN RESTAURANT OF PSJ, INC.

ARTICLE I. NAME

The name of this corporation is  
ITALIAN FISHERMAN RESTAURANT OF PSJ, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence and shall  
commence on January 1, 1999.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares  
of \$1.00 par value common stock, which shall be designated  
"common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new  
stock of this corporation of the same kind, class or series  
as that which he already holds, shall have the right to  
purchase his pro rata share (as nearly as may be done without  
issuance of fractional shares) at the price at which it is  
offered to others.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 704 West Avenue, Cocoa, Florida 32927, and the name of the initial registered agent of this corporation at that address is DIANE MARONDE.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation are:

DIANE MARONDE  
704 West Avenue  
Cocoa, FL 32927

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 704 West Avenue, Cocoa, Florida 32927, and the mailing address of the corporation is 704 West Avenue, Cocoa, Florida 32927.

ARTICLE IX. INCORPORATOR

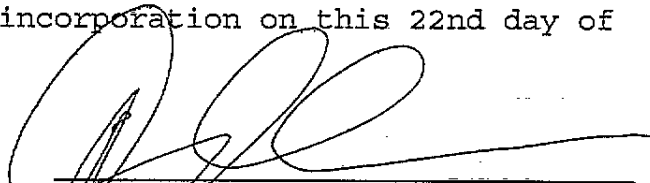
The name and address of the person signing these articles are:

DIANE MARONDE  
704 West Avenue  
Cocoa, Florida 32927

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 22nd day of February, 1999.

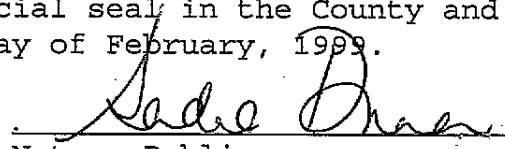
  
DIANE MARONDE

STATE OF FLORIDA  
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DIANE MARONDE to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 22nd day of February, 1999.

PL/DL # M653-172-69-505-0

  
Notary Public



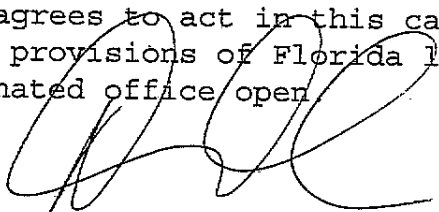
DESIGNATION  
AS  
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,  
Florida Statutes, the following is submitted:

That ITALIAN FISHERMAN RESTAURANT OF PSJ, INC., desiring to  
organize under the laws of the State of Florida, with its  
principal office at 704 West Avenue, Cocoa, Brevard County,  
Florida 32927, has named DIANE MARONDE, located at 704 West  
Avenue, Cocoa, Brevard County, Florida 32927, as its agent to  
accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the  
above named Corporation, at the place designated in this  
certificate, the undersigned agrees to act in this capacity,  
and agrees to comply with the provisions of Florida law  
relative to keeping the designated office open

  
\_\_\_\_\_  
DIANE MARONDE  
Registered Agent

FILED  
99 JAN - 1 PM 2:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA