

P99000018853



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 150072 4327512

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : February 26, 1999

ORDER TIME : 1:09 PM

ORDER NO. : 150072-005

CUSTOMER NO: 4327512

CUSTOMER: Ms. Karen B. Ankney
QUARLES & BRADY
QUARLES & BRADY
Suite 320
4501 N. Tamiami Trail
Naples, FL 34103

FILED
99 FEB 26 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

99 FEB 26 PM 3:17

FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATE & BUSINESS REGISTRATION
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: MEL'S-SAN CARLOS, INC.

7000002789387--7

03/01/99-01002-001

*****70.00 *****70.00

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

Dmc
2/26/99

ARTICLES OF INCORPORATION
OF
MEL'S-SAN CARLOS, INC.

FILED
99 FEB 26 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is: MEL'S-SAN CARLOS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this Corporation shall be c/o Creative Restaurant Management Company, 5150 Tamiami Trail North, Suite 201, Naples, Florida 34109.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 1000 shares. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103, and the name of the initial registered agent of this Corporation at that address is: NAPLES-LAWDOCK, INC., a Florida corporation.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
TIMOTHY G. HAINS	4501 Tamiami Trail North, #300 Naples, Florida 34103

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 25 day of February, 1999.


TIMOTHY G. HAINS

FILED

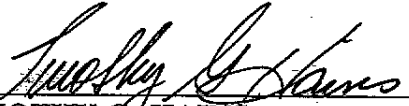
99 FEB 26 PM 4:00

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.09.1, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:


THAT MEL'S-SAN CARLOS, INC., desiring to organize or qualify under the laws
of the State of Florida, has named NAPLES-LAWDOCK, INC., as its agent to accept service
of process within Florida, with a registered office located at 4501 Tamiami Trail North, Suite
300, Naples, Florida 34103.


TIMOTHY G. HAINS

DATED: FEB. 25, 1999

Having been named to accept service of process for the above-stated corporation, a the
place designated in this Certificate, NAPLES-LAWDOCK, INC. hereby agrees to comply
with the provisions of all statutes relative to the proper and complete performance of its duties.

NAPLES-LAWDOCK, INC.,


TIMOTHY G. HAINS

DATED: FEB. 25, 1999