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VINCENT M. MANGINO

ATTORNEY AT LAW

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LEGAL ASSISTANT

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March 15, 1999

Tracy Smith
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

In Re: J&M Enterprises of Central Florida, Inc.

Dear Ms. Smith:

Please find enclosed the original and copy of the Articles of Incorporation for the above referenced corporation for filing.

Kindly file the original Articles of Incorporation and return the certified copy to our office.

Thank you,


Vincent M. Mangino

/ph

Enc

Also enclosed is our check number 1879, in the amount of \$122.50

FILED
99 MAR 19 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****122.50 *****78.75

T. SMITH MAR 19 1999

ARTICLES OF INCORPORATION
OF
J&M Enterprises of Central Florida, Inc.

ARTICLE I - NAME

The name of the corporation is J&M Enterprises of Central Florida, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State - Division of Corporations.

ARTICLE III - PURPOSE

This corporation is organized initially for operating a restaurant and other food related services for which corporations under Chapter 607, Florida Statutes, as now exists or may after be amended, and to enter into any and all business dealings and enterprises, to own as many offices as the Board may desire to operate all said businesses provided all businesses are legal under the laws of the State of Florida and the laws of the United States of America.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 2,500 shares of common stock, each share having a par value of 10 cents.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The initial registered office of this corporation is 1980 N. Atlantic Avenue, Suite 402, Cocoa Beach, Florida 32931. The name of the Registered Agent at such address is Vincent M. Mangino, Esquire.

I hereby accept the designation Vincent M. Mangino, Esquire.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws; however, there shall never be less than one director nor more than five. The names and addresses of the initial Board of Directors of the corporation are:

James F. Donato, III
1015 Crisafulli Rd.
Merritt Island, FL 32951

Marsha L. Northcroft
1015 Crisafulli Rd.
Merritt Island, FL 32951

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ARTICLE VII - INCORPORATORS

The name of the incorporators of this corporation are James F. Donato, III whose address is 1015 Crisafulli Rd., Merritt Island, FL 32951 and Marsha L. Northcraft whose address is 1015 Crisafulli Rd., Merritt Island, FL 32951.

ARTICLE VIII - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation is 1395 Clearlake Rd., Cocoa, Florida 32922.

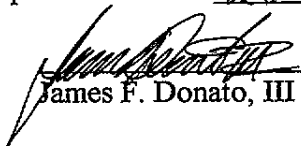
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, 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 Incorporators have executed these Articles of Incorporation on this 26 day of FEB, 1999.

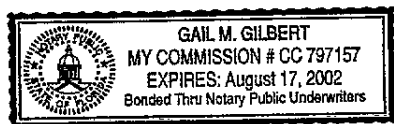

James F. Donato, III



Marsha L. Northcraft

State of Florida
County of Brevard

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared both, known to be the person who executed the foregoing Articles of Incorporation and they acknowledged before me that she executed same for the purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 26 day of February, 1999




Notary Public, State of Florida
Name: Gail M. Gilbert

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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