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RICHARD M. SELMAN, P.A.*
ROBERT I. CLAIRE, ESQUIRE, P.A.**

* ALSO ADMITTED IN NEW JERSEY
** CERTIFIED PUBLIC ACCOUNTANT

March 25, 1999

FEDERAL EXPRESS

State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-03/30/99--01008--010
*****78.75 *****78.75

RE: Venture Hospitality Corp. and
Venture Restaurant Corp.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of Articles of Incorporation for the above referenced two corporations.

Also enclosed are two checks in the amount of \$78.75 for filing fees as follows for each of the corporations:

Filing Fees	\$ 35.00
Cert. copy	8.75
Reg. Agent	<u>35.00</u>
Amount	\$ 78.75

Your expediency in returning the filed Articles of Incorporation is appreciated.

Should you have any questions, please do not hesitate to call our office.

Very truly yours,

Robert I. Claire, Esq.
Robert I. Claire, Esq.

RIC/cg
Enclosures/check

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3/31

ARTICLES OF INCORPORATION
OF

VENTURE RESTAURANT CORP.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME & PRINCIPAL ADDRESS OF BUSINESS

The name and address of the corporation shall be:

VENTURE RESTAURANT CORP.
102 N.E. 2nd Street, Suite 127
Boca Raton, Florida 33432

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The general purposes for which the corporation is organized are as follows:

A. To provide restaurant management and hospitality services.

B. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act.

C. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000) shares of common stock.

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TALLAHASSEE, FLORIDA

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Such shares shall be of a single class and shall have par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the corporation is 7280 W. Palmetto Park Road, Suite 106, Boca Raton, Florida 33433 and the name of its initial Registered Agent at that address is Robert I. Claire.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The names and addresses of the initial Directors of the corporation are as follows:

Chad Andrew Hankin	102 N.E. 2nd Street, Suite 127 Boca Raton, Florida 33432
George David Hankin	102 N.E. 2nd Street, Suite 127 Boca Raton, Florida 33432

ARTICLE VII

OFFICERS

The names and addresses of each initial officer is as follows:

Chad Andrew Hankin, President Treasurer and Secretary	102 N.E. 2nd Street, Suite 127 Boca Raton, Florida 33432
George David Hankin, Vice-President	102 N.E. 2nd Street, Suite 127 Boca Raton, Florida 33432

ARTICLE VIII

INCORPORATORS

The name and address of each Incorporator is as follows:

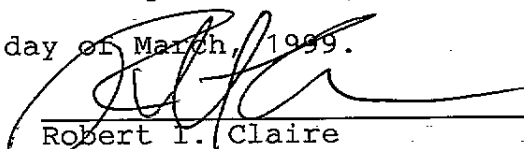
Robert I. Claire	7280 W. Palmetto Park Rd. Suite 106 Boca Raton, Florida 33433
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ARTICLE IX

AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on the 25 day of March, 1999.

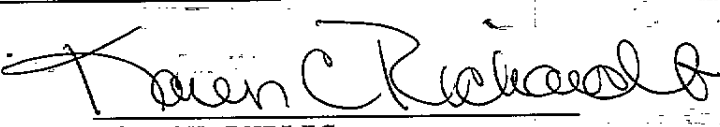

Robert I. Claire

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 25 day of March, 1999, by Robert I. Claire, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

My commission expires:


NOTARY PUBLIC

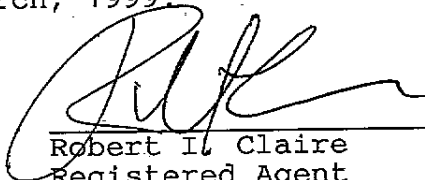


Karen C. Richardt
MY COMMISSION # CC729773 EXPIRES
April 16, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of VENTURE RESTAURANT CORP. which is contained in the foregoing Articles of Incorporation.

DATED this 25 day of March, 1999.


Robert I. Claire
Registered Agent

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TALLAHASSEE, FLORIDA