

P99000040108

HAROLD M. LIGHTMAN, M.B.A.
FINANCIAL CONSULTANT

April 26, 1999

Secretary Of State
Corporation Records Bureau
Department Of State
P.O. Box 6327
Tallahassee, FL 32314

FILED
99 APR 29 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern:

Please see enclosed original and copy of Articles Of
Incorporation for STEFANO CAFE, INC.


Also, please find enclosed a check in the amount of \$70.00
to cover costs of incorporation fees of said corporation.

If there are any questions regarding this corporation please
call the number listed below.

Thank You.

000002857020--8
-04/29/99--01101--001
*****70.00 *****70.00

Sincerely,


Harold M. Lightman
Financial Consultant

HML/cat

2700 PGA Blvd., Suite 201B
Palm Beach Gardens, FL. 33418
Office 561-627-3089 Fax 561-627-1821

SHARON

MAY 4 - 1999

ARTICLES OF INCORPORATION
OF
STEFANO CAFE, INC.

FILED
99 APR 29 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

** ** *

ARTICLE I

NAME

The name of this corporation shall be STEFANO CAFE,
INC.

The corporation's mailing address shall be:
20 S.E. 5th Avenue
Delray Beach, Florida 33483

ARTICLE II

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of
conducting any and all lawful business pertaining to
a restaurant.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 100 shares of
common stock. This class of stock shall have unlimited
voting rights and be entitled to receive the net assets of
the corporation upon its dissolution.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office of this corporation shall be 20 SE 5th Avenue, Delray Beach, Florida 33483 and the mailing address shall be the same, 20 SE 5th Avenue, Delray Beach, Florida 33483. The name of the initial Registered Agent of this corporation shall be Steve Rando and his address is 20 SE 5th Avenue, Delray Beach, Florida 33483.

ARTICLE VI

DIRECTORS

Pursuant of Florida Statutes, Section 607.0801, this corporation shall have no board of directors. The affairs of this corporation shall be managed by its shareholders.

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is:

HAROLD M. LIGHTMAN
2700 PGA Blvd., Suite 201B
Palm Beach Gardens, FL 33410

ARTICLE VIII

INDEMNIFICATION

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

ARTICLE IX

COMMENCEMENT OF CORPORATE EXISTENCE

This corporation's existence shall commence upon the filing of these Articles of Incorporation with the Secretary of State.

ARTICLE X

AMENDMENTS


These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a shareholders' meeting by at least a majority of the stock entitled to vote, unless all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

In Witness Whereof, the undersigned incorporator has executed these Articles Of Incorporation this 26 day of April, 1999.

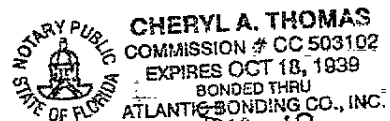

HAROLD M. LIGHTMAN, Incorporator

STATE OF FLORIDA:
COUNTY OF PALM BEACH:

The foregoing Articles of Incorporation were acknowledged before me this 26 day of April, 1999.

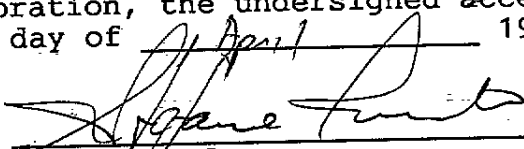

NOTARY PUBLIC, State of Florida at Large

My Commission expires:



CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for this corporation at the Registered Office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation this 26 day of April, 1999.


Steve Rando
Registered Agent

FILED

99 APR 29 AM 10:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA