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April 29, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000002861290--1
-05/04/99-01012-011
*****70.00 *****70.00

RE: Filing of Articles of Incorporation for:
Jan's Breakfast Nook & Country Café, Inc.

Dear Madam/Sir:

Enclosed please find the original Articles of Incorporation and Acceptance of Registered Agent for the abovementioned new Florida for-profit corporation sent for filing with your department. Your State fee of \$70.00 is enclosed on a law office check number 2056.

Kindly file the Articles as soon as possible and return the confirmation to my office. Thank you kindly for your assistance.

Very truly,

Michael Maliszewski

Michael Maliszewski, Esq.

/dk
Encls.

FILED
99 MAY -3 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
5/6/99

ARTICLES OF INCORPORATION

OF

JAN'S BREAKFAST NOOK & COUNTRY CAFÉ, INC.

FILED

99 MAY -3 PM 3:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation is Jan's Breakfast Nook & Country Café, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2230 N.E. Dixie Highway
Jensen Beach, Florida 34957

ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE V. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares, all of which shall be common shares with par value of One Dollar (\$1.00) for each share.

ARTICLE VI. GRANT OF PREEMPTIVE RIGHTS

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, that may be issued at any time by the corporation.

ARTICLE VII. REGISTERED OFFICE

The name and address of the initial registered agent is:

Robert Trudel
2230 N.E. Dixie Highway
Jensen Beach, Florida 34957

ARTICLE VIII. INCORPORATOR(S)

The name and address of the incorporator is:

Robert Trudel
2230 N.E. Dixie Highway
Jensen Beach, Florida 34957

Jan Trudel
2230 N.E. Dixie Highway
Jensen Beach, Florida 34957

ARTICLE IX. INITIAL DIRECTOR(S)

The corporation shall have 1 director initially. The number of director(s) may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than 1. The names of the initial directors are:

Robert Trudel
2230 N.E. Dixie Highway
Jensen Beach, Florida 34957

IN WITNESS WHEREOF, I have subscribed my name this 28th day of April, 1999.

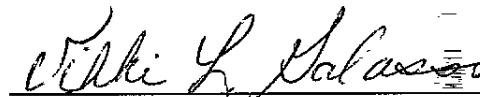


Robert Trudel

STATE OF FLORIDA)
COUNTY OF MARTIN)

On this day personally appeared before me, the undersigned authority, Robert Trudel, who is [] personally known to me or who [X] produced driver's license as identification, and did not take an oath.

WITNESS my hand and official seal in the above-named County and State this 28 day of April 1999.



Notary Public, Seal of Florida
My Commission Expires:

FILED

ACCEPTANCE OF REGISTERED AGENT

99 MAY -3 PM 3:54

FOR

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN'S BREAKFAST NOOK & COUNTRY CAFÉ, INC.

I, Robert Trudel, having been named to accept service of process, for the above-stated corporation at the place designated in the foregoing Articles of Incorporation, hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 28 day of April, 1999.

REGISTERED AGENT:



Robert Trudel
2230 N.E. Dixie Highway
Jensen Beach, Florida 34957