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May 26, 1999

P99000051278

Florida Department of State
Division of Corporations
post Office Box 6327
Tallahassee, Florida 32314

RE: KERSEY'S PLACE RESTAURANT, INC.
Our File NO.: 3902/001

100002891801--8
-06/02/99--01006--008
*****78.75 *****78.75

Dear Sir:

Enclosed for filing, please find the Articles of Incorporation, together with the Registered Agent form. Also enclosed, is my firm's check in the amount of \$78.75, which represents the filing fee of \$70.00, plus the cost of a certified copy of \$8.75.

Please forward a certified copy to this office.

Thanking you in advance for your assistance in this matter, Should you have any questions, please do not hesitate to contact me.

Sincerely yours,

STRAUGHN, STRAUGHN & TURNER, P.A.

Mark G. Turner

MARK G. TURNER

MGT/djb

enclosures

cc: Kim Botelho

kersey.inc\letter\fladept.art

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
KERSEY'S PLACE RESTAURANT, INC.**

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is KERSEY'S PLACE RESTAURANT INC., whose address is: 175 East Haines Boulevard, Lake Alfred, Florida 33850.

ARTICLE II - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The total authorized capital stock of this Corporation shall be 7,500 shares of common stock at \$1.00 par value, all of said common stock fully paid and non-assessable.

ARTICLE IV - PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

ARTICLE V. - TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI - ADDRESS

The principal office of this Corporation shall be 175 East Haines Boulevard, Lake Alfred, Florida 33850, but the Corporation shall have the power to establish branch offices and other places

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TALLAHASSEE, FLORIDA

of business at such other place within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII - DIRECTOR

This Corporation shall have one (1) Director initially, the number of Director may be increased or diminished from time to time according to By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII - ORIGINAL DIRECTOR

The name and address of the member of the first Board of Directors, are:

KIMBERLY ANNE BOTELHO

310 South Nekoma
Lake Alfred, FL 33850

ARTICLE IX. - SUBSCRIBER

The names and addresses of the Subscribers to the Articles of Incorporation of this Corporation, are:

KIMBERLY ANNE BOTELHO

310 South Nekoma
Lake Alfred, FL 33850

IN WITNESS WHEREOF, the Subscribers have hereunto set their hand and seal and acknowledged and filed the foregoing Articles of Incorporation in the office of the Secretary of State, this _____ day of _____, 1999.


KIMBERLY ANNE BOTELHO

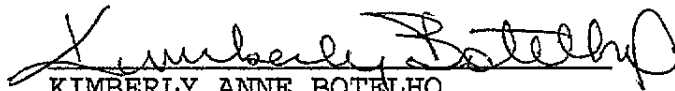
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In Pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST--- KERSEY'S PLACE RESTAURANT, INC., desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of LAKE ALFRED, State of FLORIDA, has named, KIMBERLY ANNE BOTELHO, located 175 East Haines Boulevard, Lake Alfred, Florida 33850, as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT: (Must be signed by Registered Agent).

Having been named to accept service of process for the above state Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


KIMBERLY ANNE BOTELHO

kersey.inc\articles.inc

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