

TRANSMITTAL LETTER

P99000058869

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

200002917612--8
-06/28/99--01133--005
*****122.50 *****78.75

SUBJECT: WESTFORK PLAZA RESTAURANT INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

CARLEE'S INC.
Name (printed or typed)

7682 Wilcox Rd
Address

Coal Springs FL 32007
City, State & Zip

954 366-5506
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN 28 PM 6:14

FILED

NOTE: Please provide the original and one copy of the articles.

gjc 6/29

**ARTICLES OF INCORPORATION
of
WESTFORK PLAZA
RESTAURANT INC.**

We, the undersigned subscribers to these articles of incorporation, natural persons competent to contract , hereby form a corporation under the laws of the State of Florida.

**ARTICLE I
NAME AND EFFECTIVE DATE**

The name of the corporation shall be WESTFORK PLAZA RESTAURANT, INC.

**ARTICLE II
NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares that this corporation is authorized to have outstanding at any on time is 1,000 shares of common stock having a \$ 1.00 par value per share.

**ARTICLE IV
PRINCIPAL ADDRESS AND REGISTERED OFFICE ADDRESS**

The principal business address. 7682 WILES RD. CORAL SPRINGS , FL 33067. The initial registered office of the corporation is 7682 WILES RD, Coral Springs, Florida 33067. The name of the initial registered agent of the corporation at that office is Audrey M. Troia.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE VII
PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VIII
BOARD OF DIRECTORS & DESIGNATION OF INITIAL DIRECTORS

The name and address of the initial directors of the corporation are **Rosario Troia and Audrey M. Troia, of 5370 NW 103 rd Way Coral Springs, Florida 33076.**

ROSARIO TROIA - PRESIDENT AND DIRECTOR

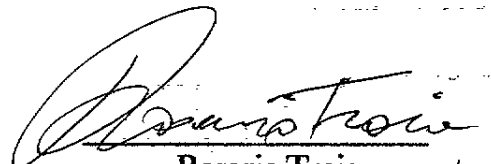
AUDREY M. TROIA - SECRETARY AND DIRECTOR

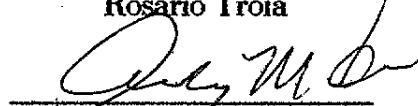
ARTICLE IX
BY - LAWS

The initial By-law's of the corporation shall be adopted by vote of the directors of the corporation. Thereafter, the By-law's of the corporation may be amended, modified repealed as provided by the By-law's.

ARTICLE X
SUBSCRIBER

The name and street address of the subscribers to these Articles of Incorporation are Rosario Troia and Audrey M. Troia, of 5370 NW 103rd Way, Coral Springs, Florida 33076.



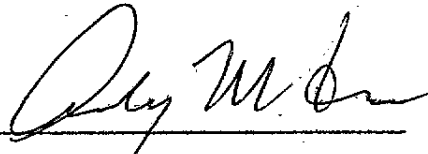
Rosario Troia


Audrey M. Troia

Articles of Incorporation
WESTFORK PLAZA RESTAURANT INC.,
page 4

ACCEPTANCE OF REGISTERED AGENT

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Audrey M. Troia , Registered Agent

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TALLAHASSEE, FLORIDA

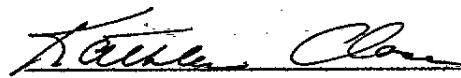
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Articles of Incorporation
WESTFORK PLAZA RESTAURANT INC.,
page 5

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared Rosario Troia to me know to be the person described as the Subscriber, and Audrey M. Troia to me known to be the person described as the Subscriber and Registered Agent, in and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL in the County and State named above on this 25 day of JUNE 1999.


Notary Public

