

P99000068924

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Account Number : 072164000350
Phone : (954) 467-1964
Fax Number : (954) 467-2264

FLORIDA PROFIT CORPORATION OR P.A.

Bistro Tivoli, Inc.

English for Bistro is "restaurant"
English for Tivoli is "party"

Certificate of Status	1
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B. McKnight AUG 04 1999

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 26, 1999

TESCHER LIPPMAN VALINSKY & RAIN

SUBJECT: BISTRO TIVOLI, INC.
REF: W99000017150

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please provide an English translation for the entity's name in your cover letter.

Article 5 states there will be 2 director(s), whereas 1 is/are listed.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: R99000018236
Letter Number: 699A00038013

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

ARTICLES OF INCORPORATION
OF
BISTRO TIVOLI, INC.

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The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation (hereinafter called the "Corporation") is BISTRO TIVOLI, INC.

SECOND: The principal office of the Corporation shall be located at 17901 Biscayne Boulevard, Aventura, Florida 33160. The mailing address of the Corporation is 17901 Biscayne Boulevard, Aventura, Florida 33160.

THIRD: The aggregate number of shares which the Corporation shall have authority to issue is 1000, all of which are of a par value of \$1.00 each and are of the same class and are to be common shares.

FOURTH: No holder of any of the shares of any class of the Corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the Corporation which the Corporation proposes to issue or any rights or options which the Corporation proposes to grant for the purchase of shares of any class of the Corporation or for the purchase of any shares, bonds, securities, or obligations of the Corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase or otherwise acquire shares of any class of the Corporation; and any and all of such shares, bonds, securities or obligations of the Corporation, whether now or hereafter authorized or created, may be issued, or may be reissued or transferred if the same have been reacquired and have treasury status, and any and all of such rights and options may be granted by the Board of Directors to such persons, firms, corporations and associations, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

Fax Audit No. H99000018236 2
Prepared by: Alan G. Kipnis, Esq. FBN. 181788
Kipnis Tescher Lippman & Valinsky
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Fort Lauderdale, Florida 33301
(954) 467-1964

Fax Audit No. H99000018236 2

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is one which may be increased or decreased by the bylaws.

The name and address of the persons who are to serve as the members of the initial Board of Directors of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mogens Moller	17901 Biscayne Boulevard Aventura, Florida 33160

SIXTH: The address of the initial registered agent of the Corporation in the State of Florida is 100 Northeast Third Avenue, Suite 610, Fort Lauderdale, Florida 33301 and the name of the initial registered agent of the Corporation at such address is Alan G. Kipnis, Esquire, Kipnis Tescher Lippman & Valinsky.

SEVENTH: The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Alan G. Kipnis	100 Northeast Third Avenue, Suite 610 Fort Lauderdale, Florida 33301

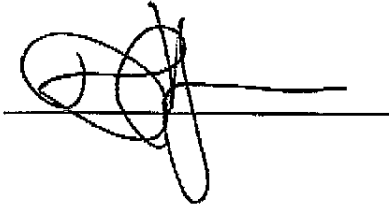
EIGHTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be in a capacity entitling such person to be indemnified, and shall inure to the benefit of the heirs, executors and administrators of such a person.

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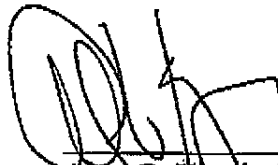
NINTH: The corporate existence of the Corporation shall commence as of the date and time upon which the incorporator named in these Articles of Incorporation shall have subscribed the same.

Signed on July 27, 1999



Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned does hereby accept its appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.



Alan G. Kipnis, Esquire
Kipnis Tescher Lippman & Valinsky

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