

✓37641

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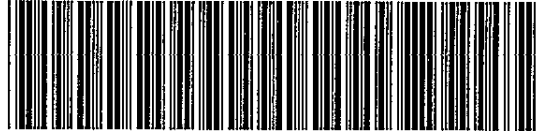
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓37641
merger *but copy
2-6-03
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L A W O F F I C E S
Charles S. Dale, P.A.

414 N.E. Fourth Street
Fort Lauderdale, Florida 33301-1152
(954) 462-7472
Fax (954) 462-5472

February 3, 2003

Amendment Section
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Re: ANAND ENTERPRISE, INC.

Gentlemen:

The enclosed Articles of Merger fee are submitted for filing with a check for \$78.75.

Please return a certified copy to Charles S. Dale, Esq., 414 N. E. 4th Street, Ft.
Lauderdale, Florida 33301 as indicated on the letterhead above.

For further information you may call me at anytime at my office.

Yours very truly

A handwritten signature in black ink, appearing to read 'Charles S. Dale', written over a horizontal line.

Charles S. Dale
CSD:skg
encl.

ARTICLES OF MERGER
Merger Sheet

MERGING:

AMNM< INC., a Florida entity, document P94000023215

INTO

ANAND ENTERPRISE, INC., a Florida entity, V37641

File date: February 6, 2003

Corporate Specialist: Carol Mustain

ARTICLES OF MERGER
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105 F.S.1

First: The name and jurisdiction of the surviving corporation:

NAME	JURISDICTION	DOCUMENT NUMBER
ANAND ENTERPRISE, INC.	FLORIDA	V 37641

Second: The name and jurisdiction of each merging corporation:

NAME	JURISDICTION	DOCUMENT NUMBER
AMNM, INC.	FLORIDA	P94000023215

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

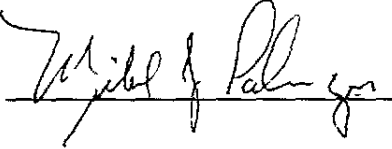
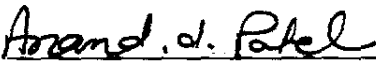
Fifth: Adoption of Merger by surviving corporation

The Plan of Merger was adopted by the board of directors of the surviving corporation on January 24, 2003 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation

The Plan of Merger was adopted by the board of directors of the merging corporation on January 24, 2003 and shareholder approval was not required.

Seventh: SIGNATURES FOR EACH CORPORATION

NAME OF CORPORATION	SIGNATURE	PRINT NAME AND TITLE
AMNM, INC.		Michael J. Palanza President/Director
ANAND ENTERPRISE, INC.		Anandkumar Patel President/Director

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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PLAN OF MERGER

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

NAME	JURISDICTION
ANAND ENTERPRISE, INC.	FLORIDA

Second: The name and jurisdiction of each merging corporation

NAME	JURISDICTION
AMNM, INC.	FLORIDA

Third: The terms and conditions of the merger are as follows:

AMNM, INC. shall merge into ANAND ENTERPRISE, INC. and all assets and liabilities of AMNM, INC. shall become the assets and liabilities of the surviving corporation, ANAND ENTERPRISE, INC.

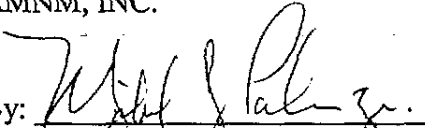
Fourth: The manner and basis of converting the shares of each corporation into shares, obligations or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

The sole shareholder of ANAND ENTERPRISE, INC. shall receive 51 shares of the surviving corporation and the sole shareholder of AMNM, INC. shall receive 49 shares of the surviving corporation.

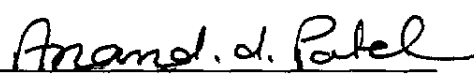
Restated articles are attached.

Other provisions relating to the merger are as follows: N/A

AMNM, INC.

By: 
Michael J. Palanza, President

ANAND ENTERPRISE, INC.

By: 
Anandkumar Patel, President

RESTATED ARTICLES OF INCORPORATION
OF
ANAND ENTERPRISE, INC.

ANAND ENTERPRISE, INC. does hereby adopt the following Restated Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be:

ANAND ENTERPRISE, INC.

ARTICLE II

The general nature of the business to be transacted by this Corporation shall be:

To engage in the restaurant business.

To engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act;

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks, mortgages and licenses in the State of Florida and in all other states and counties.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred Shares (100) of common stock with no par value per share. The actual consideration to be paid for each share shall be fixed by the Stockholders.

ARTICLE IV

This corporation is to exist perpetually.

ARTICLE V

The initial post office address of the principal office of this corporation in the State of Florida shall be 1503 Belvedere Road, West Palm Beach, Florida 33406 and this corporation's mailing address shall be the same. The Stockholders may, from time to time, move the principal office to any other business in the State of Florida.

ARTICLE VI

The corporation shall not have a Board of Directors, rather it shall be governed by its Stockholders.

ARTICLE VII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholders' meeting by a majority of the stock entitled to vote therein.

ARTICLE VIII


No contract or other transaction between the corporation and any other corporation, and no act of the corporation, shall in any way be affected or invalidated by the fact that any of the Stockholders of the corporation are pecuniarily or otherwise interested in, or are Stockholders, directors or officers of, such other corporation. Any Stockholder individually, or any firm of which any Stockholder may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction, of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Stockholders or a majority thereof, and any Stockholder of the corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any Stockholder's meeting of the corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a Stockholder, director or officer of such other corporation, or not so interested.

ARTICLE IX

The corporation shall indemnify its officers to the fullest extent permitted by law either now or hereafter.

I, the undersigned, being the President of the foregoing corporation, do hereby certify that the foregoing constitutes the Restated Articles of Incorporation of said corporation, as adopted by the Stockholders of the corporation.

Witness my hand and seal on this January 24, 2003.


ANANDKUMAR D. PATEL

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me on this January 29, 2003 by Anandumar D. Patel, the President of ANAND ENTERPRISE, INC. and he acknowledged to and before me that he executed these Restated Articles of incorporation. He is personally known to me.

Notary Public



State of Florida

My Commission Expires:

