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**FLORIDA PROFIT CORPORATION OR P.A.**

**FRAN-SIN EUROBISTRO, INC.**

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ARTICLES OF INCORPORATION

OF

FRAN-SIN EUROBISTRO, INC.

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

ARTICLE I - Name and Address

The name of this corporation is FRAN-SIN EUROBISTRO, INC. The mailing address of the corporation is 9277 Seminole Boulevard, Lake Seminole Plaza, Seminole, Florida 33772, and the address of the corporation's principal office is 9277 Seminole Boulevard, Lake Seminole Plaza, Seminole, Florida 33772.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 100,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 9277 Seminole Boulevard, Lake Seminole Plaza, Seminole, Florida 33772, and the name of the initial registered agent of this corporation at that address is John M. Sinclair.

Prepared By:

Tami Lee Latzo, L.A.  
Latz Legal Assisting  
14955 Gulf Boulevard  
Suite 14  
Madeira Beach, Florida 33708  
Phone: 727-639-1819  
Tami@Latz.com

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ARTICLE V - Incorporator

The name and address of the person signing these Articles are:

Name

Address

John M. Sinclair

9277 Seminole Boulevard  
Lake Seminole Plaza  
Seminole, Florida 33772

ARTICLE VI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

8 The undersigned incorporator has executed these Articles of Incorporation this day of August, 2005.

  
JOHN M. SINCLAIR

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND STREET ADDRESS FOR SERVICE OF PROCESS  
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, FRAN-SIN EUROBISTRO, INC., desiring to organize under the laws of the State of Florida, hereby designates John M. Sinclair located at 9277 Seminole Boulevard, Lake Seminole Plaza, Seminole, Florida 33772, as its registered agent to accept service of process within the State of Florida.

**ACCEPTANCE OF DESIGNATION**

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

  
JOHN M. SINCLAIR

**Prepared By:**

Tami Lee Latzo, L.A.  
Latzo Legal Assisting  
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Suite 14  
Madeira Beach, Florida 33708  
Phone: 727-639-1819  
Tami@Latzo.com

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