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075350000353

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CONTACT: CATHY LEACH
PHONE: (212)431-5000
(212)431-1441

FAX #:

NAME: DON FRANCISCO'S SPANISH CUISINE INC.

AUDIT NUMBER.....H97000011938

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION

OF

H97000011938

Don Francisco's Spanish Cuisine Inc.

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is Don Francisco's Spanish Cuisine Inc.
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 6709 Merritt Moore Circle, Orlando, Fl. 32818 and the name of its initial registered agent at such address is Jose S. Vasquez.
6. The number of directors constituting the initial board of directors is three and the name and address of each person who is to serve as a member thereof is as follows: Luis Ramos, Karla Ramos and Daysi Jineste all at 6709 Merritt Moore Circle, Orlando, Fl. 32818
7. The name and address of the sole incorporator is: Jose Mojica , c/o BlumbergExcelsior Corporate Services, Inc., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 04/24/97



 Jose Mojica
 Sole Incorporator

BlumbergExcelsior
62 White St
New York, NY 10013
212-431-5000

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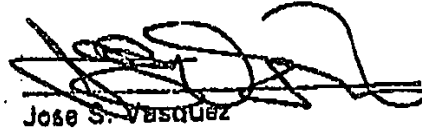
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of Don Francisco's Spanish Cuisine Inc., the within named corporation.

Dated: JUL 22 1997


Jose S. Vazquez

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62 White St
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