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John T. Gatti, E.A.
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Orange City, Florida 32774-0592

(407) 668-7443

July 22, 1998

Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32314

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*****70.00 *****70.00

Attention: Filing Section

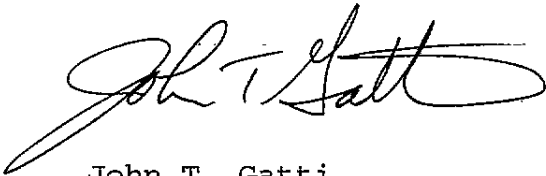
RE: ROYAL RESTAURANT ENTERPRISES, INC.

Gentlemen:

Enclosed please find the original and one copy of
Articles of Incorporation and Designation of Registered Agent,
together with a check in the amount of \$70.00.

This represents the cost of filing fees for Articles of
Incorporation for the above named corporation.

Very truly yours,



John T. Gatti

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
ROYAL RESTAURANT ENTERPRISES, INC.

The undersigned, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is Royal Restaurant Enterprises, Inc.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing as of the date these Articles of Incorporation are executed by the subscriber hereto.

ARTICLE III. GENERAL PURPOSE

The purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 3000 shares of common stock having no par value per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, which price, in the case of par value shares, may be in excess of par.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1501 S. Volusia Avenue
Orange City, FL 32763

and the name of the initial registered agent of this corporation at this address is:

Jose M. Alvarez, Jr.

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ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws. The names and street addresses of the members of the initial board of directors who shall hold office until the first annual meeting of shareholders of the corporation or until their successors are elected or appointed and have qualified are as follows:

NAME

ADDRESS

Jose M. Alvarez, Jr.

1501 S. Volusia Avenue
Orange City, FL 32763

ARTICLE VIII. INCORPORATORS

The name and address of the corporation's incorporators are:

NAME

ADDRESS

Jose M. Alvarez, Jr.

1501 S. Volusia Avenue
Orange City, FL 32763

ARTICLE IX. AMENDMENT

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

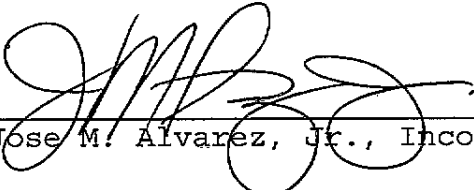
ARTICLE X. RESTRICTIONS ON TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the corporation's by-laws, no shares of the capital stock of this corporation may be transferred without prior approval of the corporation's board of directors.

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify its officers, directors and authorized agents for all liability incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under the Florida law existing now or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation this twenty-second day of July, A.D., 1998.



Jose M. Alvarez, Jr., Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

I hereby certify that this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared Jose M. Alvarez, Jr., to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 22 day of JULY, A.D., 1998.



Notary Public, State of Florida

My Commission Expires: _____



CERTIFICATE OF REGISTERED AGENT

OF

ROYAL RESTAURANT ENTERPRISES, INC.

The above named corporation designed to organize under the laws of the State of Florida with its principal office being located at 1501 S. Volusia Avenue, Orange City, Florida, as indicated within the Articles of Incorporation, within the County of Volusia County, Florida, herein names, Jose M. Alvarez, Jr., as resident agent, whose address is 1501 S. Volusia Avenue, Orange City, Florida, to accept service of process within this State.

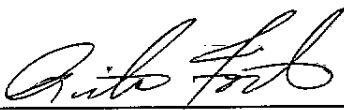
Having been named to accept Service of Process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping said office open.



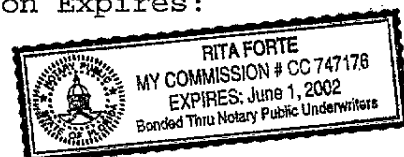
State of Florida
County of Volusia

Before me personally appeared, Jose M. Alvarez, Jr., to me well known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instruments for the purposes therein expressed.

WITNESS my hand and official seal this 22 day of July, A.D., 1998.


Notary Public, State of Florida

My Commission Expires:



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