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Florida Department of State
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Account Name : EMPIRE CORPORATE KIT COMPANY
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FOREIGN PROFIT QUALIFICATION

NOBU SOUTH BEACH CORP.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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December 27, 2000

EMPIRE CORPORATE KIT COMPANY

SUBJECT: NOBU SOUTH BEACH CORP.
REF: W00000030007

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 22, 2000

EMPIRE CORPORATE KIT COMPANY

SUBJECT: NOBU SOUTH BEACH CORP.
REF: W00000030007

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Agnes Lunt
Document Specialist

FAX Aud. #: E00000066841
Letter Number: 800A00064273

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

1. NOBU SOUTH BEACH CORP.

2. Delaware

3. 13-4034784

4. November 10, 1998

5. perpetual

6. December, 2000

7. 1901 Collins Avenue

Miami Beach, FL 33139

Restaurant

9. Name and street address of Florida registered agent:

Name: Louis J. Terminello, Esq.

Office Address: TERMINELLO & TERMINELLO, P.A.

2700 S.W. 37 Avenue

Florida 33133

Miami, FL 33133

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)

Louis J. Terminello,

71. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

79

A. DIRECTORS H000000066841

DIRECTOR:

Chairman: Nobuyuki Matsuhisa

Address: 1901 Collins Avenue

Miami Beach, FL 33139

DIRECTOR:

Vice Chairman: Robert De Niro

Address: 1901 Collins Avenue

Miami Beach, FL 33139

Director: Meir Taper

Address: 1901 Collins Avenue

Miami Beach, FL 33139

Director: Richard Notar

Address: 1901 Collins Avenue

Miami Beach, FL 33139

B. OFFICERS

President: Nobuyuki Matsuhisa

Address: 1901 Collins Avenue

Miami Beach, FL 33139

Vice President: Richard Notar

Address: 1901 Collins Avenue

Miami Beach, FL 33139

Secretary: Meir Taper

Address: 1901 Collins Avenue

Miami Beach, FL 33139

Treasurer: Iza Yohalem

Address: 1901 Collins Avenue

Miami Beach, FL 33139

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

[Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of this application)

14.

IRA YOHALEM TREAS
(Typed or printed name and capacity of person preparing application)

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State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NOBU SOUTH BEACH CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2000.

01 JAN -5 PM 5:05
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION: 0886507

DATE: 12-29-00

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