

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

FOREIGN PROFIT QUALIFICATION

Zuma Japanese Restaurants, Inc.

Certificate of Status	0
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J. BRYAN AUG 11 2005

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2005 AUG 10 AM 8:46
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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05 AUG 10 PM 4:23
DIVISION OF CORPORATION

**AFFILIATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.**

1. ZUMA JAPANESE RESTAURANTS, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"TRUST," "CO.," "CORP.," "INC.," "CO.," or "CORP.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DELAWARE **3. 42-1616067**
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 1, 2005 **5. Perpetual**
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Filing
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 9100 South Dadeland Boulevard, Suite 1011, Miami, FL 33156
(Principal office address)

9100 South Dadeland Boulevard, Suite 1011, Miami, FL 33156
(Current mailing address)

8. Restaurant Services
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent (P.O. Box NOT acceptable)

Name: **CT Corporation System**

Office Address: **1200 North Pine Island Road**

Flagston, Florida **32224**
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation in 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.

CT Corporation System

37. Connie Bryan, Secret Asst. Secretary
(Registered agent's signature)

11. 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.

12. Names and business addresses of officers and/or directors:
NAME-STRADLEY RONON WILM

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A. DIRECTORS

Chairman: Arin K. Paul

Address: 9100 South Dadeland Boulevard, Suite 1011, Miami, FL 33156

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Arin K. Paul

Address: 9100 South Dadeland Boulevard, Suite 1011, Miami, FL 33156

Vice President: Gerald M. Lahan

Address: 9100 South Dadeland Boulevard, Suite 1011, Miami, FL 33156

Secretary: Arin K. Paul

Address: 9100 South Dadeland Boulevard, Suite 1011, Miami, FL 33156

Treasurer: Arin K. Paul

Address: 9100 South Dadeland Boulevard, Suite 1011, Miami, FL 33156

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

* 13.

Arin K. Paul

(Signature of Director or Officer listed in number 12 of the application)

14. Arin K. Paul, President/Secretary/Treasurer/Director

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

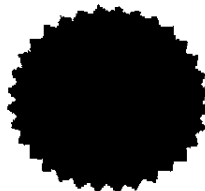
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ZUMA JAPANESE RESTAURANTS, INC." 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 EIGHTH DAY OF AUGUST, A.D. 2005.

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TALLAHASSEE, FLORIDA



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050649864

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4074907

DATE: 08-08-05

TOTAL P.02