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DISSOLUTION OR WITHDRAWAL

CHANTICLEER HOLDING COMPANY, INC.

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ARTICLES OF DISSOLUTION OF CHANTICLEER HOLDING COMPANY, INC.

Pursuant to the provisions of Section 607.1403, FLORIDA STATUTES, the undersigned corporation has adopted the following Articles of Dissolution for the purpose of dissolving the Corporation:

- The name of the corporation is CHANTICLEER HOLDING COMPANY, INC., a Florida corporation.
- 2. The document number of the corporation is K13842.
- Dissolution of the Corporation was authorized on August 10, 2006.
- 4. The dissolution of the Corporation was authorized by the Evans Crary, Jr. and John B. Turner, as co-trustees of the Frances Langford Stuart Trust dated June 16, 1989, as the sole shareholder of the Corporation.
- 5. The number of shares cast in favor of dissolution was sufficient for approval, being all of the authorized, issued and outstanding shares of stock in the Corporation.
- 6. The effective date of the dissolution of the Corporation shall be the date of these Articles of Dissolution.

Signed on August // 2006.

(CORPORATE SEAL)

CHANTICLEER HOLDING COMPANY, INC.,

a Florida-eerporatient

John B. Turner

Prepared by: Steven D. Beres, Esq. Florida Bar No. 329721 Crary, Buchanan, Bowdish, Bovie, Beres, Elder & Williamson, Chtd. 565 Colorado Avenue Post Office Drawer 24 Stuart, FL 34995-0024

Stuart, FL 34995-0024 Ph: (772) 287-2600 Fx: (772) 287-0115

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