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Florida Department of State
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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

SALT & PEPPER GRILL, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 29, 2000

FAS-T

SUBJECT: SALT & PEPPER GRILL, INC.
REF: W00000005459

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Neysa Culligan
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Letter Number: 600A00011019

**Articles of Incorporation
Of
Salt & Pepper Grill, Inc.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**Article I
Name**

The name of the corporation shall be:

Salt & Pepper Grill, Inc.

**Article II
Nature of Business**

The corporation shall have the powers to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**Article III
Mailing Address**

The initial mailing address of the corporation is:

9825 SW 184 St
Miami Fl 33157

**Article IV
Duration**

This corporation shall exist perpetually.

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Article V
Capital stock

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 500 shares of common stock, par value \$ 1.00 per share.

Article VI
Right to Vote

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in this articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon.

Article VII
Board of Directors

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The election of directors shall be done in accordance with the bylaws. The directors shall be protected from personal liability to the fullest extent permitted by the Florida Business Corporation Act. The names of each initial members of the board of directors are:

Rafael E. Jimenez
9825 SW 184 St
Miami Fl 33157

Pedro E. Mata
9825 SW 184 ST
Miami Fl 33157

Article VIII
Registered Agent

The name and address of the registered agent of the corporation:

Rafael E. Jimenez
9825 SW 184 St
Miami Fl 33157

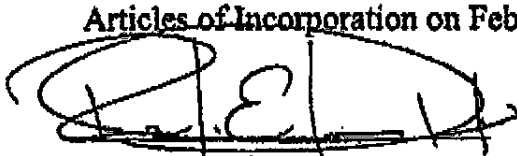
Article IX
Incorporators

The name and address of the incorporators are:

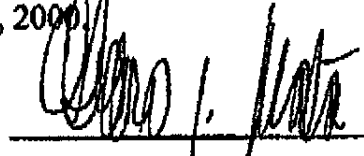
Rafael E. Jimenez
9825 SW 184 St
Miami Fl 33157

Pedro E. Mata
9825 SW 184 ST
Miami Fl 33157

IN WITNESS WHEREOF, the incorporators have executed these
Articles of Incorporation on February 25, 2000.



Rafael E. Jimenez



Pedro E. Mata

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.**

In compliance with Section 48.091, Florida Statutes, the following is submitted: **Salt & Pepper Grill, Inc.** organized under the laws of the State of Florida, with its principal place of business at 9825 SW 184 ST Miami Fl, 33157, has named **Rafael E Jimenez**, at 9825 SW 184 ST Miami Fl, 33157 as its agent to accept service of process within this state.

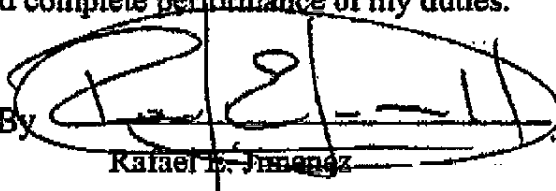


Pedro E Mata
Secretary

Dated: February 25, 2000

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

By



Rafael E. Jimenez

Dated: February 25, 2000

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