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ARTICLES OF INCORPORATION

OF

JERUSALEM GRILLE & DELI, INC.



ARTICLE I - Name

The name of this Corporation is JERUSALEM GRILLE & DELI, INC.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Capital Stock

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar par value (\$1.00) common stock which shares shall be designated "Common Shares".

ARTICLE V - Initial Registered Office and Agent
The street address of the initial office of this corporation is:
8208 Glades Rd., Boca Raton, Fl.33434 and the name of the initial registered agent of this corporation is: MARK LEVENSON, whose address is 8208 Glades Rd., Boca Raton, Fl.33434.

THIS DOCUMENT PREPARED BY:

DAVID R. FARBSTEIN, ESQ. 2765 W. Cypress Creek Rd. Suite D Ft. Lauderdale, Fl. 33309 Fla. Bar No. 198889 954-977-7801

ARTICLE VI - Initial Board of Directors

This corporation shall have two (2) Director initially. The number of Directors may be either increased or diminished from time to time by the ByLaws, but shall never be less than one. The name and address of the initial Director of this corporation is:

MARK LEVENSON,

8208 Glades Rd.

Boca Raton, Fl.33434

BERGE KARANFILIAN,

8208 Glades Rd.

Boca Raton, Fl.33434

ARTICLE VII - Incorporator

The name and address of the persons signing these Articles is:

BERGE KARANFILIAN,

8208 Glades Rd. Boca Raton, Fl.33434

ARTICLE VIII - Amendments

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 12 day of May, 2000.

BERGE KARANFILIAN

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the County and State set forth above, personally appeared, BERGE KARANFILIAN, known by me to be the person who executed the foregoing Articles of Incorporation. Further, said individual furnished the following type of identification to the undersigned, to-wit:

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this // day of

May, 2000.

NOTARY PUBLIC

My Commission Expires:

OFFICIAL NOTARY SEAL
DAVID R FARBSTEIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC910939
MY COMMISSION EXP. MAR. 7,2004

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

PURSUANT TO Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That JERUSALEM GRILLE & DELI, INC. is qualified to do business under the laws of the State of Florida with its principal office at: 8208 Glades Rd., Boca Raton, Fl. 33434 and has appointed MARK LEVENSON, of 8208 Glades Rd., Boca Raton, Fl. 33434 as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, a place designated in this certificate, I am familiar with, and hereby accept the duties and responsibilities as registered agent for said corporation and agree to comply with the provisions of said Act relative to keeping open said office.

MARK LEVENSON Resident Agent