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ATTORNEYS AND COUNSELORS AT LAW  
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LUIS DAVILA  
ALFRED TORRES

Tel. (407) 933-0307  
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Date:

8/10  
FID. DEPT. OF STATE  
Division of Corporations  
Po Box 6327  
Tallahassee, FL 32314

000003285520--7  
-06/12/00--01122--015  
\*\*\*122.50 \*\*\*\*\*78.75

Re: Name of Corporation:  
CEPS RESTAURANTS INC.

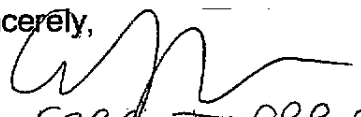
FILED  
2000 JUN 12 PM 1:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir/Madam

Enclosed please find \$122.50 for the filing fees for the above corporation.

Please return one ~~certified~~ copy.

Sincerely,

  
ALFRED TORRES  
Davila And Torres  
Attorney at Law

LD/rd  
enclosure check no:

AR 6/16

FILED

2000 JUN 12 PM 1:57

**ARTICLES OF INCORPORATION OF  
CEPS RESTAURANTS INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

**ARTICLE 1. NAME**

The name of the Corporation shall be: **CEPS RESTAURANTS INC.**

The address of the principal office of this corporation shall be 8700 S. Orange Blossom Trail, Orlando, Fl 32809 the mailing address of the corporation shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory, or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 200 shares at no par value per share.

**ARTICLE IV. ADDRESS**

The street address of the initial registered office of this corporation shall be 8700 S. Orange Blossom Trail, Orlando, Fl 32809 and the name of the initial registered agent of the corporation at the address is EUGENE CONSTANCE.

**ARTICLE V. TERM OF EXISTENCE**

The corporation is to exist perpetually.

## ARTICLE VI. OFFICERS AND DIRECTORS

The name and addresses of the officers and directors are:

EUGENE CONSTANCE	President
C/O HOTEL/RESTAURANT	Secretary
8700 S. ORANGE BLOSSOM TRAIL	Treasurer
ORLANDO, FL 32809	Director

PRADEEP SHINDE	Vice President
C/O HOTEL /RESTAURANT	
8700 S. ORANGE BLOSSOM TRAIL	
ORLANDO, FL 32809	

## ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

EUGENE CONSTANCE  
C/O HOTEL /RESTAURANT  
8700 S. ORANGE BLOSSOM TRAIL  
ORLANDO, FL 32809

IN WITNESS WHEREOF, the undersigned Incorporator(s) have executed these Articles, this 22 day of May, 2000.

Signature of Incorporator(s)

  
EUGENE CONSTANCE

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2000 JUN 12 PM 1:57

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

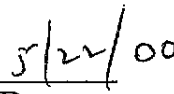
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the States of Florida, submits the followings statement in designation the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:  
CEPS RESTAURANTS INC.
2. The name and address of the registered agent and office is:  
Eugene Constance  
8700 S. Orange Blossom Trail, Orlando, FL 32809

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

  
EUGENE CONSTANCE

  
Date